

SKECHERS USA INC
Form 4
April 10, 2015

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GREENBERG JEFFREY

2. Issuer Name and Ticker or Trading Symbol
SKECHERS USA INC [SKX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
228 MANHATTAN BEACH BLVD.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/09/2015

Director 10% Owner
 Officer (give title below) Other (specify below)

MANHATTAN BEACH, CA 90266

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common Stock | 04/09/2015 ⁽¹⁾⁽²⁾ | | J/K ⁽¹⁾⁽²⁾ | 88,848 D | \$ 0 <u>(1)</u> <u>(2)</u> 80,613.871 | I | Jeffrey and Lori Greenberg Family Trust |
| Class A Common Stock | | | | | 36,364 | I | Chloe July Greenberg 2009 Trust |
| Class A Common Stock | | | | | 36,364 | I | Catherine Elle Greenberg 2009 Trust |

Edgar Filing: SKECHERS USA INC - Form 4

| | | | |
|----------------------------|--------|---|--|
| Class A Common Stock | 14,198 | I | Chloe July Greenberg 2004 Trust |
| Class A Common Stock | 14,198 | I | Catherine Elle Greenberg 2006 Trust |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and An Underlying Sec (Instr. 3 and 4) | |
|--|--|---|---|--------------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Forward Sale Contract (Obligation to Sell) | <u>(1)</u> <u>(2)</u> | 04/09/2015 | | J/K ⁽¹⁾⁽²⁾ | 121,100 | 04/06/2015 | 04/06/2015 | Class A Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GREENBERG JEFFREY 228 MANHATTAN BEACH BLVD. MANHATTAN BEACH, CA 90266 | X | | | |

Signatures

Jeffrey
Greenberg

04/09/2015

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

On September 30, 2014, the reporting person entered into a forward sale contract with an unaffiliated third party buyer. This contract obligated the reporting person to deliver to the buyer up to 121,100 shares of SKX Class A common stock (or, at the reporting person's election, an equivalent amount of cash based on the market price of SKX Class A common stock at that time) on the third business day

(1) following the maturity date of the contract, which was April 6, 2015. In exchange for assuming this obligation, the reporting person received a cash payment of \$5,076,339. The reporting person pledged 121,100 shares of SKX Class A common stock (the "Pledged Shares") to secure his obligations under the contract, and retained voting and dividend rights in the Pledged Shares during the term of the pledge. (continued in footnote 2)

When the forward sales contract was settled on April 9, 2015, based on the closing price of \$73.22 per share of SKX Class A common

(2) stock on the maturity date, the reporting person delivered 88,848 shares of SKX Class A common stock and a wire transfer of \$41.44 in full satisfaction of his obligations under the contract.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.