SKECHERS USA INC Form SC 13G/A February 14, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G (Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b),(c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2 (AMENDMENT NO. 13)\*

SKECHERS U.S.A., INC. (Name of Issuer)

CLASS A COMMON STOCK (Title of Class of Securities)

830566 10 5 (CUSIP Number)

December 31, 2013 (Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [ ] Rule 13d-1(b)
- [ ] Rule 13d-1(c)
- [x] Rule 13d-1(d)
- \* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 830566 10 5 13G PAGE 2 OF 10 PAGES

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (entities only)

Robert Greenberg

\_\_\_\_\_\_

2	CHECK THE	API	PROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	(a) (b)	
	Inapplica	able			
3	SEC USE C	NLY			
4	CITIZENSH	HIP (	DR PLACE OF ORGANIZATION		
	United St	ates	3		
		5	SOLE VOTING POWER		
			9,231		
	JMBER OF	6	SHARED VOTING POWER		
BENE	SHARES EFICIALLY		6,908,456(1)		
OV	NED BY EACH	7	SOLE DISPOSITIVE POWER		
	EPORTING PERSON		0		
	WITH	8	SHARED DISPOSITIVE POWER		
			6,908,456(1)		
9	9,231 sha currently convertib	ires vot	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  of Class A Common Stock held by the reporting person ar table and 6,908,456 shares of Class B Common Stock that at any time upon request of the reporting person or share basis into Class A Common Stock		
10	CHECK BOX		THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		[ ]
11	PERCENT C	F CI	LASS REPRESENTED BY AMOUNT IN ROW (9)		
	14.8%(2)				
12	TYPE OF F	EPOF	RTING PERSON (See Instructions)		
	IN				
(1)	Family Tr	ust , as	,908,456 shares of Class B Common Stock held by the Gree that may be deemed to be beneficially owned by Mr. and a result of their positions as co-trustees of the Green.	Mrs.	•
(2)	December owned by	31, Mr.	964,447 shares of Class A Common Stock outstanding as of 2013 and 6,908,456 shares of Class B Common Stock benef Greenberg that may be converted at any time into shares on Stock. Mr. Greenberg beneficially owns 63.6% of the C	icia of	_

Common Stock, which is based on 10,869,694 shares of Class B Common Stock outstanding as of December 31, 2013. Mr. Greenberg beneficially owns 13.6% of the aggregate amount of Class A and Class B Common Stock outstanding as of December 31, 2013. Each share of Class B Common Stock is entitled to 10 votes and each share of Class A Common Stock is entitled to one vote. Based on the aggregate amount of Class A and Class B Common Stock outstanding as of December 31, 2013, Mr. Greenberg beneficially owns 46.5% of the combined voting power of the Issuer's capital stock.

2 CUSIP NO. 830566 10 5 13G PAGE 3 OF 10 PAGES \_\_\_\_\_\_ NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (entities only) M. Susan Greenberg 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [ ] (b) [ ] Inapplicable -----3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION United States \_\_\_\_\_\_ 5 SOLE VOTING POWER \_\_\_\_\_ NUMBER OF 6 SHARED VOTING POWER SHARES BENEFICIALLY 6,908,456(1) \_\_\_\_\_ OWNED BY 7 SOLE DISPOSITIVE POWER EACH REPORTING PERSON 0 \_\_\_\_\_ 8 SHARED DISPOSITIVE POWER 6,908,456(1)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,908,456 shares of Class B Common Stock are convertible at any time upon request of the reporting person on a share for share basis into Class A Common Stock

10	CHECK BOX IF THE AGGREGATE	AMOUNT IN ROW (9) EXCL	UDES CERTAIN SHARES
	(See Instructions)		[ ]
11	PERCENT OF CLASS REPRESENT	ED BY AMOUNT IN ROW (9)	
	14.7%(2)		
12	TYPE OF REPORTING PERSON (	See Instructions)	
	IN		
(1)	Represents 6,908,456 share Family Trust that may be d Greenberg as a result of t Family Trust.	eemed to be beneficiall	y owned by Mr. and Mrs.
(2)	Based on 39,964,447 shares December 31, 2013 and 6,90 owned by M. Susan Greenber of Class A Common Stock. M Class B Common Stock, whice Stock outstanding as of De 13.6% of the aggregate amo outstanding as of December entitled to 10 votes and e one vote. Based on the aggroutstanding as of December of the combined voting power.	8,456 shares of Class B g that may be converted its. Greenberg beneficial h is based on 10,869,69 cember 31, 2013. Mrs. Gunt of Class A and Class 31, 2013. Each share of ach share of Class A Coregate amount of Class 31, 2013, Mrs. Greenber 31, 20	Common Stock beneficially at any time into shares ally owns 63.6% of the 4 shares of Class B Common beneficially owns B Common Stock of Class B Common Stock is momon Stock is entitled to A and Class B Common Stock org beneficially owns 46.5%
		3	
CUSI	IP NO. 830566 10 5	13G	PAGE 4 OF 10 PAGES
1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO.	OF ABOVE PERSONS (entit	ies only)
	The Greenberg Family Trust		
2	CHECK THE APPROPRIATE BOX	IF A MEMBER OF A GROUP	(See Instructions) (a) [ ] (b) [ ]
	Inapplicable		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF OR	GANIZATION	
	California		

Common Stock which is based on 10,869,694 shares of Class B Common Stock outstanding as of December 31, 2013. The Greenberg Family Trust holds 13.6% of the aggregate amount of Class A and Class B Common Stock outstanding as of December 31, 2013. Each share of Class B Common Stock is entitled to 10									
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CUSIP NO. 830566 10 5 13G PAGE 5 OF 10 PAGES						4			
		NO. 8305	 66 10	 ) 5		13G		 PAGE 5 OF	 10 PAGES

#### ITEM 1.

(a) NAME OF ISSUER

Skechers U.S.A., Inc.

(b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

228 Manhattan Beach Blvd. Manhattan Beach, CA 90266

#### ITEM 2.

(a) NAMES OF PERSON FILING

Robert Greenberg M. Susan Greenberg The Greenberg Family Trust

(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

c/o Skechers U.S.A., Inc.
228 Manhattan Beach Blvd.
Manhattan Beach, California 90266.

(c) CITIZENSHIP

Robert Greenberg United States
M. Susan Greenberg United States
The Greenberg Family Trust California

(d) TITLE OF CLASS OF SECURITIES

Class A Common Stock, \$.001 par value. Shares of Class A Common Stock are represented by shares of Class B Common Stock, which are not registered under Section 12 of the Securities Exchange Act of 1934 (the "Act"), but are immediately convertible into an equal number of shares of Class A Common Stock, \$.001 par value, of Skechers U.S.A., Inc. The Class A Common Stock is registered under Section 12 of the Act.

(e) CUSIP NUMBER

830566 10 5

- ITEM 3. If this statement is filed pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:
  - (a) [ ] Broker or Dealer registered under Section 15 of the Act
  - (b) [ ] Bank as defined in section 3(a)(6) of the Act
  - (c) [ ] Insurance Company as defined in section  $3(a)\ (19)$  of the act
  - (d) [] Investment Company registered under section 8 of the Investment Company Act
  - (e) [ ] Investment Adviser registered under section 203 of the Investment Advisers Act of 1940
  - (f) [ ] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or

Endowment Fund; see Section 240.13d-1(b)(1)(ii)(F)

(g) [ ] Parent Holding Company, in accordance with Section 240.13d-1(b)(ii)(G) (Note: See Item 7)

(h) [ ] Group, in accordance with Section 240.13d-1(b)(l)(ii)(J)

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#### ITEM 4. OWNERSHIP

(a) AMOUNT BENEFICIALLY OWNED

Robert Greenberg 6,917,687(1)
M. Susan Greenberg 6,908,456(1)
The Greenberg Family Trust 6,908,456

(b) PERCENT OF CLASS

Robert Greenberg 14.8%(2)
M. Susan Greenberg 14.7%(2)
The Greenberg Family Trust 14.7%(2)

- (c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:
  - (i) SOLE POWER TO VOTE OR TO DIRECT THE VOTE:

Robert Greenberg 9,231
M. Susan Greenberg 0
The Greenberg Family Trust 6,908,456

(ii) SHARED POWER TO VOTE OR TO DIRECT THE VOTE:

Robert Greenberg 6,908,456(1)
M. Susan Greenberg 6,908,456(1)
The Greenberg Family Trust 0

(iii) SOLE POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF:

Robert Greenberg 0
M. Susan Greenberg 0
The Greenberg Family Trust 6,908,456

(iv) SHARED POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF:

Robert Greenberg 6,908,456(1)
M. Susan Greenberg 6,908,456(1)
The Greenberg Family Trust 0

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<sup>(1)</sup> Includes 6,908,456 shares of Class B Common Stock held by the Greenberg Family Trust that may be deemed to be beneficially owned by Mr. and Mrs. Greenberg as a result of their positions as co-trustees of the Greenberg Family Trust.

(2) The shares of Class A Common Stock beneficially owned by Mr. Greenberg, Mrs. Greenberg and the Greenberg Family Trust represent the noted percentages of such class, if the shares of Class B Common Stock beneficially owned by each of Mr. and Mrs. Greenberg and the Greenberg Family Trust were converted into shares of Class A Common Stock. Each of Mr. and Mrs. Greenberg and the Greenberg Family Trust beneficially owns 13.6% of the total outstanding shares of Class A and Class B Common Stock and 46.5% of the combined voting power of the Company's capital stock.

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ITEM 5. OWNERSHIP OF 5 PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of security, check the following [].

ITEM 6. OWNERSHIP OF MORE THAN 5 PERCENT ON BEHALF OF ANOTHER PERSON

Inapplicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITIES BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Inapplicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Inapplicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Inapplicable.

ITEM 10. CERTIFICATION

Inapplicable.

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#### SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 201	L4, 2014	14,	February	Date:
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Signature: /s/ Robert Greenberg

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Name: Robert Greenberg

Signature: /s/ M. Susan Greenberg

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Name: M. Susan Greenberg

THE GREENBERG FAMILY TRUST

Signature: /s/ Robert Greenberg

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Name: Robert Greenberg, as Co-Trustee

Signature: /s/ M. Susan Greenberg

Name: M. Susan Greenberg, as Co-Trustee

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS (SEE 18 U.S.C. 1001)

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EXHIBIT INDEX

EXHIBIT NO. DESCRIPTION

99.1 Agreement pursuant to Rule 13d-1(k)(1)(iii) concerning Joint Schedule 13G Filing