

SKECHERS USA INC

Form 4

May 05, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(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)  
**05/04/2006**

☒ 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)
			Code	V	Amount	(A) or (D) Price			
Class A Common Stock							3,799.537	D	
Class A Common Stock	05/04/2006		C <sup>(1)</sup>		600	A <u>11</u>	600	I	Chloe July Greenberg 2004 Trust
Class A Common Stock	05/04/2006		S		600	D \$ 27.2319	0	I	Chloe July Greenberg 2004 Trust
Class A Common Stock	05/05/2006		C <sup>(1)</sup>		5,400	A <u>11</u>	5,400	I	Chloe July Greenberg 2004 Trust

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Class A Common Stock	05/05/2006	S	5,400	D	\$ 26.8655	0	I	Chloe July Greenberg 2004 Trust
Class A Common Stock	05/01/2006	C <sup>(1)</sup>	3,000	A	<u>(1)</u>	3,000	I	Jeffrey and Lori Greenberg Family Trust
Class A Common Stock	05/01/2006	S	3,000	D	\$ 27.2319	0	I	Jeffrey and Lori Greenberg Family Trust
Class A Common Stock	05/02/2006	C <sup>(1)</sup>	17,000	A	<u>(1)</u>	17,000	I	Jeffrey and Lori Greenberg Family Trust
Class A Common Stock	05/02/2006	S	17,000	D	\$ 26.8655	0	I	Jeffrey and Lori Greenberg Family 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 Amount of Underlying Securities (Instr. 3 and 4)		8. P Der Sec (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock <u>(2)</u>	<u>(3)</u>					<u>(3)</u>	<u>(3)</u>	Class A Common Stock	3,300	
	<u>(3)</u>	05/04/2006		C	600	(3)	(3)		600	

Class B Common Stock <u>(2)</u>								Class A Common Stock	
Class B Common Stock <u>(2)</u>	<u>(3)</u>	05/05/2006	C	5,400	<u>(3)</u>	<u>(3)</u>		Class A Common Stock	5,400
Class B Common Stock <u>(2)</u>	<u>(3)</u>	05/04/2006	C	3,000	<u>(3)</u>	<u>(3)</u>		Class A Common Stock	3,000
Class B Common Stock <u>(2)</u>	<u>(3)</u>	05/05/2006	C	17,000	<u>(3)</u>	<u>(3)</u>		Class A Common Stock	17,000

## Reporting Owners

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

## Signatures

Philip Paccione,  
Attorney-in-fact

05/05/2006

         \*\*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).
- (1) Each share of Class A Common Stock was issued upon conversion of one share of Class B Common Stock for no additional consideration.
- Holders of Class A Common Stock and Class B Common Stock generally have identical rights, except that holders of Class A Common
- (2) Stock are entitled to one vote per share while holders of Class B Common Stock are entitled to ten votes per share on matters to be voted on by shareholders.
- Shares of Class B Common Stock are convertible into Class A Common Stock on a one-for-one basis for no additional consideration at
- (3) any time, with no expiration date, upon voluntary conversion by the holder of such shares or upon any sale or transfer of such shares with certain exceptions.

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