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

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

(Print or Type Responses)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person –  GREENBERG MICHAEL  (Lagran) (Middle)				SKECHERS USA INC [SKX]								5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  X_ Director  Y_ Officer (also fills below) — 10% Owner  Other (marify below)					
(Last) (First) (Middle) 228 MANHATTAN BEACH BLVD.				3. Date of Earliest Transaction (Month/Day/Year) 02/12/2007							X_Officer (give title below) Other (specify below) President						
(Street) MANHATTAN BEACH, CA 90266			4. If Amendment, Date Original Filed(Month/Day/Year)  6. Individual or Joint/Group Filing(Check Applicable Line)  X_Form filed by One Reporting Person  Form filed by More than One Reporting Person									.ine)					
(City		(State)	(Zip)				T	able I -	Non-Der	ivat	tive Securit	ies Acqui	red. Disn	osed of, or B	Seneficially Ov	vned	
1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date, if			3. Transaction Code (Instr. 8)		4. (A) (A) (In	Securities A	ed of (D)	5. Amour	of Securities Beneficially llowing Reported n(s)		6. Ownership Form:	Beneficial Ownership		
Reminder:	Report on a	separate line for each	Table II -	Deriva	ntive	Sec	uriti	es Acqı	Perso conta form	ons aine dis	who resped in this for splays a cu	orm are urrently v	not requ /alid OM	ction of info ired to res B control n	oond unless		474 (9-02)
Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year	3A. Deemed Execution Date,	4. Trai	nsac le	tion	5. No of Deri Secu Acqu (A) of Disp (D)	vative prities uired or posed of er. 3, 4,	6. Date and Exp (Month/	Exe irat	ion Date	7. Title and Amount of Underlying			9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature o Indirect Beneficial Ownership (Instr. 4)
				Co	ode	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amour or Number of Shares				
Class B Common Stock	(1)	02/12/2007		G <sup>(</sup>	(2)	V		2,106	<u>(1)</u>		<u>(1)</u>	Class A Commo Stock	n 2,106	(1)	848,691	D	
Class B Common Stock	(1)								<u>(1)</u>		(1)	Class A Commo Stock	n 13,45	0	13,450	I	By Chase Greenberg 2003 Irrevocable Trust
Class B Common Stocl	(1)								(1)		(1)	Class A Commo Stock	n 13.45	0	13,450	I	By Harrison Greenberg 2003 Irrevocable Trust
Class B Common Stock	(1)								(1)		Ш	Class A Commo Stock	n 13,45	0	13,450	I	By MacKenna Greenberg 2003 Irrevocable Trust
Class B Common Stock	<u>(1)</u>	02/12/2007		G	(2)	V	702		(1)		(1)	Class A Commo Stock	n 702	(1)	3,650	I	By Chase Greenberg 2004 Irrevocable Trust
Class B Common Stock	(1)	02/12/2007		G <sup>(</sup>	(2)	V	702		(1)		(1)	Class A Commo Stock	n 702	(1)	3,650	I	By Harrison Greenberg 2004 Irrevocable Trust
									1								_

Class Com Stock	mon	(1)	02/12/2007	G <sup>(2)</sup>	V 702	(1)	(1)	Class A Common Stock	702	(1)	3,650	I	MacKenna Greenberg 2004
													Irrevocable
													Truct

# **Reporting Owners**

Dan antina Comman Nama / Addusa	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
GREENBERG MICHAEL 228 MANHATTAN BEACH BLVD.	X		President				
MANHATTAN BEACH, CA 90266							

# **Signatures**

Michael Greenberg	02/26/2007
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) Shares of Class B Common Stock are convertible into Class A Common Stock on a one-for-one basis for no additional consideration at 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.
- The Michael & Wendy Greenberg Family Trust gifted an aggregate of 2,106 shares of Class B Common Stock on February 12, 2007. 1,053 shares were gifted to Michael Greenberg's wife, Wendy Greenberg, and the remaining 1,053 shares were gifted to three trusts (351 shares per trust), one each for the benefit of Michael Greenberg's three minor children, and a third party is the trustee of each trust. Wendy Greenberg subsequently gifted the entire gift of 1,053 shares that she had received to the aforementioned trusts, with each of the three trusts receiving an additional 351 shares.

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.