

# FORM 4

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

|   |           |
|---|-----------|
| OMB APPROVAL                                      |           |
| OMB Number:                                       | 3235-0287 |
| Estimated average burden<br>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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |  |  |   |  |  |  |  |  |
|---|--|--|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person *<br><b>GREENBERG JEFFREY</b> |  |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><b>SKECHERS USA INC [SKX]</b>     |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Other (specify below) |  |  |
| (Last) (First) (Middle)<br><b>228 MANHATTAN BEACH BLVD.</b>           |  |  | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>05/06/2021</b>                   |  |  |  |  |  |
| (Street)<br><b>MANHATTAN BEACH, CA 90266</b>                          |  |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                                    |  |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |  |  |
| (City) (State) (Zip)  |  |  | <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |  |  |  |  |  |

| 1. Title of Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |            |            | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|------------------------------------|---|---|-----------------------------------|---|--|------------|------------|--|---|--|
|                                    |   |   | Code                              | V | Amount   | (A) or (D) | Price      |  |   |  |
| Class A Common Stock               |   |   |                                   |   |  |            |            | 630  | D   |  |
| Class A Common Stock               |   |   |                                   |   |  |            |            | 846,610.613  | I   | Jeffrey and Lori Greenberg Family Trust                  |
| Class A Common Stock               | 05/06/2021                              |   | S                                 |   | 4,344<br>(1)   | D          | \$ 49.0447 | 0  | I   | Jeffrey and Lori Greenberg Family Trust                  |
| Class A Common Stock               |   |   |                                   |   |  |            |            | 126,776  | I   | Catherine Elle Greenberg 2006 Trust                      |
| Class A Common Stock               |   |   |                                   |   |  |            |            | 146,204  | I   | Chloe July Greenberg 2004 Trust                          |
| Class A Common Stock               |   |   |                                   |   |  |            |            | 33,784 (2)   | I   | Catherine 2009 LLC                                       |
| Class A Common Stock               |   |   |                                   |   |  |            |            | 33,784 (2)   | I   | Chloe 2009 LLC   |
| Class A Common Stock               |   |   |                                   |   |  |            |            | 22,476 (2)   | I   | Catherine Elle Greenberg UTMA/CA                         |
| Class A Common Stock               |   |   |                                   |   |  |            |            | 32,376 (2)   | I   | Chloe July Greenberg UTMA/CA                             |

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<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following | 10. Ownership Form of Derivative Security: Direct (D) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|---|--|---|---|-----------------------------------|---|---|--|---|---|---|---|
|---|--|---|---|-----------------------------------|---|---|--|---|---|---|---|

|  |  |  |  |  | (A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |  |  |  |  | Reported<br>Transaction(s)<br>(Instr. 4) | or Indirect<br>(I)<br>(Instr. 4) |
|--|--|--|--|--|---|--|--|--|--|--|----------------------------------|
|  |  |  |  |  |   |  |  |  |  |  |                                  |

## Reporting Owners

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

## Signatures

|  |                     |
|--|---------------------|
| Jeffrey Greenberg                              | 05/10/2021          |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

## 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) Represents shares held by the Jeffrey and Lori Greenberg Family Trust (the "Trust") that were Mr. Greenberg's separate property, which were previously reported on an amended Form 4 to have been gifted to his wife. Following such disclosure, these shares remained in the Trust and were disclosed on Mr. Greenberg's subsequent ownership reports as being his wife's separate property. However, Mr. Greenberg asserts that the reported gift was merely discussed with his financial advisors and never actually transacted, and as a result, the disclosure of the shares as his wife's separate property was an erroneous mischaracterization.
  - (2) The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purposes.

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.