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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

February 14, 2006

SKECHERS U.S.A., INC.

(Exact name of registrant as specified in its charter)

Delaware

001-14429

95-4376145

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

228 Manhattan Beach Boulevard, Manhattan  
Beach, California

90266

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(310) 318-3100

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.04 Temporary Suspension of Trading Under Registrant's Employee Benefit Plans.**

On February 14, 2006, Skechers U.S.A., Inc. (the "Company") sent a notice to its executive officers and directors informing them that the previously announced blackout period with respect to individual account transactions in the Company's 401(k) Plan had been terminated early. However, despite the early termination of such blackout period, executive officers and directors subject to the Company's Insider Trading Policy remain prohibited from effecting transactions in the Company's equity securities until the first trading date 48 hours after earnings for the three months and year ended December 31, 2005 have been released, as described in the notice mentioned below.

A copy of the notice sent to the Company's executive officers and directors is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit No. Description

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99.1 Notice to Executive Officers and Directors regarding Early Termination of the 401(k) Plan Blackout Period and Ongoing Trading Restrictions.



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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SKECHERS U.S.A., INC.

*February 14, 2006*

*By: David Weinberg*

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*Name: David Weinberg*

*Title: Chief Operating Officer*

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Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Notice to Executive Officers and Directors regarding Early Termination of the 401(k) Plan Blackout Period and Ongoing Trading Restrictions.

## INTER OFFICE MEMORANDUM

To: Executive Officers and Directors of Skechers U.S.A., Inc.  
From: Philip Paccione, Executive Vice President, General Counsel and Secretary  
Date: February 14, 2006  
Re: NOTICE OF EARLY TERMINATION OF 401(K) PLAN BLACKOUT PERIOD AND ONGOING TRADING RESTRICTIONS

As you know, Skechers U.S.A., Inc. (the "Company") instituted a blackout period with respect to the Company's 401(k) Profit Sharing Plan (the "401(k) Plan") in connection with the transition of accounts and records to Fidelity Investments, the Plan's new recordkeeper. This blackout period commenced on January 17, 2006 and was expected to end on March 1, 2006 (the "401(k) Plan Blackout Period"). As I previously advised you, the 401(k) Plan Blackout Period was imposed on executive officers and directors of the Company under Section 306(a) of the Sarbanes-Oxley Act of 2002 and Securities and Exchange Commission Regulation BTR (Blackout Trading Restriction) and is in addition to the Company's blackout periods related to its earnings releases. During the 401(k) Plan Blackout Period, you were generally prohibited from purchasing, selling, or otherwise acquiring or transferring, directly or indirectly, any equity security of the Company acquired in connection with your employment as an executive officer or services as a director.

Fidelity Investments has notified the Company that the transition was completed sooner than expected and, as such, the 401(k) Plan Blackout Period has been terminated. Accordingly, the restrictions regarding your ability to effect transactions in shares of any equity security of the Company as a result of the 401(k) Plan Blackout Period are likewise terminated effective as of the date of this notice.

However, while the 401(k) Plan Blackout Period has terminated, please remember that under the Company's Insider Trading Policy, you are currently prohibited from effecting transactions in the Company's equity securities since the Company is in a blackout period related to its earnings for the three months and year ended December 31, 2005 (collectively, "2005 earnings"). Such earnings related blackout period will end on February 27, 2006, which is expected to be the first trading date 48 hours after 2005 earnings have been released.

Any inquiries with respect to this notice should be directed to:

Philip Paccione

General Counsel

Skechers U.S.A., Inc.

228 Manhattan Beach Blvd.

Manhattan Beach, California 90266

310-318-3100