

MADDEN STEVEN
Form 4/A
June 16, 2010

FORM 4

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

OMB APPROVAL

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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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MADDEN STEVEN

(Last) (First) (Middle)

C/O STEVEN MADDEN,
LTD., 52-16 BARNETT AVENUE

(Street)

LONG ISLAND CITY,, NY 11104

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

STEVEN MADDEN, LTD. [SHOO]

3. Date of Earliest Transaction
(Month/Day/Year)

05/21/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

05/26/2009

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director 10% Owner
____ Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount	(D)	Price
Common Stock, par value \$0.0001 per share	05/21/2009		S		35,000	D	\$ 27.252
					1,028,600	D	⁽¹⁾ ₍₂₎
Common Stock, par value \$0.0001 per share	05/22/2009		S		21,000	D	\$ 27.0373
					1,007,600	D	⁽¹⁾ ₍₂₎
Common Stock, par value \$0.0001 per share	05/26/2009		S		44,000	D	\$ 27.5898
					963,600	D	⁽¹⁾ ₍₂₎

value
\$0.0001
per share

Common
Stock, par
value
\$0.0001
per share

1,671,000 ⁽²⁾ I

By
BOCAP
Corp. ⁽³⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code V (A) (D)		Date Exercisable Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MADDEN STEVEN
C/O STEVEN MADDEN, LTD.
52-16 BARNETT AVENUE
LONG ISLAND CITY,, NY 11104

X

Signatures

/s/ Arvind Dharia Arvind Dharia, Attorney-in-Fact for Steven Madden

06/16/2010

 **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).

The Form 4 filed by the reporting person on May 26, 2009 to report the sale of an aggregate of 100,000 shares of common stock of Steven Madden, Ltd. (the "Company") directly owned by him, in sales that occurred on May 21, May 22 and May 26, 2009, overstated by 20,000 shares the number of shares directly owned by the reporting person following the reported transactions due to a subtraction error

(1) that appears in each row of Column 5 of Table I. Subsequent Forms 4 filed by the reporting person on November 20, 2009 and January 13, March 16 and March 22, 2010 continued the same 20,000 share error in Column 5 of Table 1. As a consequence, 662,400 shares, rather than 642,400 (reflecting the correct number of shares beneficially owned), were reported as directly owned by the reporting person following the transaction reported in the Form 4 filed on March 22, 2010.

On or about April 30, 2010, Steven Madden, Ltd. effected a three-for-two stock split (effected as a stock dividend) resulting in the

(2) reporting person receiving 321,200 additional shares of common stock and BOCAP Corp., a corporation wholly owned by the reporting person, receiving 557,000 additional shares of common stock.

(3) BOCAP Corp. is a corporation wholly owned by the reporting person.

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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