

GREENBERG MICHAEL  
Form 5  
February 17, 2009

# FORM 5

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**GREENBERG MICHAEL**  
  
(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
**SKECHERS USA INC [SKX]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

**228 MANHATTAN BEACH BLVD.**  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2008**

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

6. Individual or Joint/Group Reporting

(check applicable line)

**MANHATTAN BEACH, CA 90266**  
  
(City) (State) (Zip)

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	10/23/2008	Â	G	2,156	A	\$ 0	2,156 <sup>(1)</sup>	I	By Chase Greenberg 2003 Irrevocable Trust
Class A Common Stock	10/23/2008	Â	G	2,156	A	\$ 0	2,156 <sup>(1)</sup>	I	By Harrison Greenberg 2003 Irrevocable Trust

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Class A Common Stock	10/23/2008	Â	G	2,156	A	\$ 0	2,156 <u>(1)</u>	I	By MacKenna Greenberg 2003 Irrevocable Trust
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,764 <u>(1)</u>	I	By Chase Greenberg Custodial Account
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,764 <u>(1)</u>	I	By Harrison Greenberg Custodial Account
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,764 <u>(1)</u>	I	By MacKenna Greenberg Custodial Account
Class A Common Stock	Â	Â	Â	Â	Â	Â	3,076 <u>(1)</u>	I	By Custodial Account for Chase Greenberg
Class A Common Stock	Â	Â	Â	Â	Â	Â	3,076 <u>(1)</u>	I	By Custodial Account for Harrison Greenberg
Class A Common Stock	Â	Â	Â	Â	Â	Â	3,076 <u>(1)</u>	I	By Custodial Account for MacKenna Greenberg
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,708 <u>(1)</u>	I	By Cust. Acct. for Chase Greenberg, IRA
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,708 <u>(1)</u>	I	By Cust. Acct. for Harrison Greenberg, IRA
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,708 <u>(1)</u>	I	By Cust. Acct. for MacKenna Greenberg, IRA

Class A Common Stock	^	^	^	^	^	^	6 <sup>(1)</sup>	I	By Spouse
Class A Common Stock	^	^	^	^	^	^	36,471.63	D	^

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. of D
					(A) (D)	Date Exercisable Expiration Date	Title or Number of Shares		

## Reporting Owners

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

## Signatures

Michael Greenberg 02/17/2009

\_\_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) 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 provided is insufficient, see Instruction 6 for procedure.

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