

GREENBERG JEFFREY  
Form 5  
April 18, 2011

**FORM 5**

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

OMB APPROVAL

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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 JEFFREY**  
  
(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)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2010**

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)	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)
				(A) or (D) Price			
Class A Common Stock	12/10/2010	^	G5	62,740 D \$ 0	226,257	D	^
Class A Common Stock	12/10/2010	^	G5	62,740 A \$ 0	62,740 (1)	I	Jeffrey Greenberg 2010 GRAT
Class A Common Stock	^	^	^	^ ^ ^	7,964	I	Chloe July Greenberg 2004 Trust

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Class A Common Stock	Â	Â	Â	Â	Â	Â	7,964	I	Catherine Elle Greenberg 2006 Trust
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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.**

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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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Class B Common Stock <sup>(2)</sup>	Â	12/10/2010	Â	G	Â	287,260	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Class A Common Stock	28
Class B Common Stock <sup>(2)</sup>	Â	12/10/2010	Â	G	287,260	Â	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Class A Common Stock	28
Class B Common Stock <sup>(2)</sup>	Â	Â	Â	Â	Â	Â	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Class A Common Stock	
Class B Common Stock <sup>(2)</sup>	Â	Â	Â	Â	Â	Â	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Class A Common Stock	
Class B Common Stock <sup>(2)</sup>	Â	Â	Â	Â	Â	Â	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Class A Common Stock	10
Class B Common Stock <sup>(2)</sup>	Â	Â	Â	Â	Â	Â	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Class A Common Stock	7
Class B Common Stock <sup>(2)</sup>	Â	Â	Â	Â	Â	Â	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Class A Common Stock	30
	Â	Â	Â	Â	Â	Â	Â <sup>(3)</sup>	Â <sup>(3)</sup>		30

