MADDEN STEVEN

Form 4 May 20, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

SECURITIES

Symbol

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

2. Issuer Name and Ticker or Trading

STEVEN MADDEN, LTD. [SHOO]

1(b).

(Print or Type Responses)

MADDEN STEVEN

1. Name and Address of Reporting Person *

		STEVEN MADDEN, LTD. [SHOO]		iiooj	(Check all applicable)							
(Last) (First) (Middle) C/O STEVEN MADDEN, LTD., 52-16 BARNETT AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 05/16/2013					Director X 10% Owner Officer (give title below) Other (specify below)				
		(Street)		4. If Ame	ndment, Da	te Original			6. Individual or Jo	int/Group Filir	ıg(Check	
Filed LONG ISLAND CITY,, NY 11104				Filed(Mor	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securi	ities Acqu	iired, Disposed of	, or Beneficial	ly Owned	
	1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Executio any	ned n Date, if Day/Year)	3. Transaction Code (Instr. 8)	4. Securitin(A) or Dis (Instr. 3, 4)	sposed	of (D)	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 Beneficial Ownership (Instr. 4)	
	Common Stock, par value \$0.0001 per share	05/16/2013			S	17,700	D	\$ 48.19	1,687,675	I	By BOCAP Corp. (1)	
	Common Stock, par value \$0.0001 per share	05/17/2013			S	82,300	D	\$ 47.57 (2)	1,605,375	I	By BOCAP Corp.	
	Common Stock, par								2,868,650	D		

value \$0.0001 per share

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (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.		X					
52-16 BARNETT AVENUE		Λ					
LONG ISLAND CITY,, NY 11104							

Signatures

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

05/20/2013

**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) BOCAP Corp. is a corporation wholly owned by the reporting person.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$47.50 to \$47.72, inclusive. The reporting person undertakes to provide to Steven Madden, Ltd., any security holder of Steven Madden, Ltd., or

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the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

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.