MADDEN STEVEN

Form 4 May 26, 2009

FORM 4

OMB APPROVAL

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

OMB Number:

3235-0287

0.5

of

Check this box if no longer subject to

vasnington, D.C. 20549

Expires: January 31, 2005

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per

Form 4 or Form 5 obligations may continue.

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

response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

| 1. Name and Address of Reporting Person |
|---|
| MADDEN STEVEN |

2. Issuer Name **and** Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

S'

(Middle)

STEVEN MADDEN, LTD. [SHOO]

(Check all applicable)

CERTAIN A DDEN

(First)

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

__ Director ___X__ 10% Owner __ Officer (give title _____ Other (specify

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

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

05/21/2009

Applicable Line)
X Form filed by One Reporting Person

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

Person

below)

LONG ISLAND CITY,, NY 11104

| | | Telson | | | | | | | | | |
|--|---|---|---------------------------------|---------------|---|--|--|---|--|--|--|
| (City) | (State) | (Zip) Tab | Zip) Table I - Non-Derivative S | | Securities Acquired, Disposed of, or Beneficially Owner | | | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed 3. 4. Securities Acqui Execution Date, if Transactiom Disposed of (D) any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A) or | | | (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 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 | 05/21/2009 | | Code V | Amount 35,000 | (D) | Price \$ 27.252 | (Instr. 3 and 4) 773,580 | D | | | |
| Common Stock, par value \$0.0001 per share | 05/22/2009 | | S | 21,000 | D | \$ 27.0373 | 752,580 | D | | | |
| Common Stock, par | 05/26/2009 | | S | 44,000 | D | \$ 27.5898 | 708,580 | 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 SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | | 4. T | 5. | 6. Date Exer | | 7. Title | | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------------|--------------|------------|-----------|--------|-------------|---------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | | orNumber | Expiration D | | Amount | | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ing | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securitie | es | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | ` ′ | | | | | | (111Sti |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | Д | Amount | | |
| | | | | | | | | 0 | | | |
| | | | | | | Date | Expiration | | Number | | |
| | | | | | Exercisable Date | | | | | | |
| | | | | | | | | 0 | | | |
| | | | | Code V | (A) (D) | | | S | hares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationsnips | | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| MADDEN STEVEN | | | | | | | |
| C/O STEVEN MADDEN, LTD. | | X | | | | | |
| 52-16 BARNETT AVENUE | Α | | | | | | |
| LONG ISLAND CITY,, NY 11104 | | | | | | | |

Signatures

/s/ STEVEN 05/26/2009 **MADDEN** **Signature of Reporting 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).

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.

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