FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

| 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

| | | | | | 0.000 | | 0(11) 0 | i uic i | nvestmen | | прану Аст с | 51 104 | <u> </u> | | | | | | | |
|--|---|------------------|-------------------------------|--|---|---|---------------------------|--------------------------------------|---------------------------------------|---------------------------------------|-----------------|--------------------------|---|-----------------------|--|--------------------------|------------|-------------------------|-------------------------|--|
| 1. Name and Address of Reporting Person* Sachdev Ravi | | | | | | 2. Issuer Name and Ticker or Trading Symbol STEVEN MADDEN, LTD, [SHOO] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| <u>Sachuev Kavi</u> | | | | | | ,,,,, | | | | | | | | | Direc | ctor | | 10% O | wner | |
| (Last) | (Fi | First) (Middle) | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/24/2023 | | | | | | | | | Offic belov | er (give title v) | | Other (below) | specify | |
| C/O STEVEN MADDEN, LTD. | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6 10 | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| 52-16 BARNETT AVENUE | | | | | Anonanioni, Date of Original Flied (Month/Day/Teal) | | | | | | | | | Line) | | | | | | |
| | | | | | | | | | | | | | | 2 | X Form filed by One Reporting Person | | | | | |
| (Street) | | | | | 1 | | | | | | | | | | | | | an One Rep | | |
| LONG | | | | | 1 | | | | | | | | | | Pers | on | | | 0 | |
| ISLANE | NOT N | Y 1 | 1104 | | | 4.0 | | | + | | | | | | | | | | | |
| ISLANL | | | | | Rule 10b5-1(c) Transaction Indication | | | | | | | | | | | | | | | |
| · | | | | | | | | | | | | | | | | | | | | |
| (City) | (City) (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan the satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | | | bian that is in | tended to | | | | | | | | |
| | | | | | | - | | | | | | | | | | | | | | |
| | | Table | I - No | n-Deriva | tive Se | ecur | rities | Acc | uired, | Dis | posed of | f, or | Ben | eficia | ly Owi | ned | | | | |
| 1 Title of | Security (Ins | tr 3) | | 2. Transac | tion | on 2A. Deemed 3. | | | | | 4. Securiti | ies Ac | auired | (A) or |) or 5. Amount of 6. Ownership 7. N | | | | 7. Nature | |
| Date | | | | | | Execution Date, | | | | Transaction Disposed Of (D) (Instr. 3 | | | | | Securities | | For | m: Direct | of Indirect | |
| | | | | (Month/Da | y/Year) | /Year) if any (Month/Day/Year) | | | Code (Instr. and 5) 8) | | | | | Beneficially Owned | | (D) or Indirect (I) | | Beneficial Ownership | | |
| | | | | | | (month/buy/real) | | | , , , , , , , , , , , , , , , , , , , | | | | Following | | (Instr. 4) | | (Instr. 4) | | | |
| | | | | | | | | | Code | ode V Amount | | (A) or (D) Pri | | Price | Reported Transaction(s) | | | | | |
| | | | | | | | | | Couc | ľ | Amount | ([|) | FILCE | | (Instr. 3 and 4) | | | | |
| Common Stock, par value \$0.0001 per | | | | | | | | | | | | | | | | | | | | |
| share 05/24/20 | | | | | 023 | | | A | | 3,918 ⁽¹⁾ A | | \$ <mark>0</mark> | 76,323 | | | D | | | | |
| | | | | | | | | | | | | | | | |] | | | | |
| | | Tab | ole II - | Derivati | ve Sec | curit | ies A | \cqu | ired, D | isp | osed of, | or B | enet | icially | / Owne | ed | | | | |
| | | | | (e.g., pu | | | | | | | | | | | | | | | | |
| 1. Title of | 2. | 3. Transaction | 4. | 4. 5. | | | | 6. Date Exercisable and 7. Title and | | | | 8 | 8. Price of 9. Number | | | 10. | 11. Nature | | | |
| Derivative | Conversion | Date | 3A. Deemed Execution Date, | | Transaction | | Number | | Expiratio | te | Amount of | | D | erivative | derivative | · | Ownership | of Indirect | | |
| Security or Exercis (Instr. 3) Price of | | (Month/Day/Year) | if any (Month | n/Day/Year) | Code (I 8) | nstr. | of Derivative | | (Month/E | Day/Y | ear) | Securities Underlying | | | | Securities Beneficial | , I | Form: Direct (D) | Beneficial Ownership | |
| (| Derivative | | | | | Securities | | Derivative | | | | , [, | | Owned | | or Indirect | (Instr. 4) | | | |
| | Security | | | Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | Security (Instr. 3 and | | | | d 4) | | Following Reported Transaction(s) (Instr. 4) | | (I) (Instr. 4) | | | | | |
| | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | 1 | | | | |
| | | | | | | | | | | | | | Amo | ount | | | | | 1 | |
| | | | | | | | | | | | | | or Nun | hor | | | | | 1 | |
| | | | | | | | | | Date | | Expiration | | of | | | | | | 1 | |
| | | | | Code V (A) (D) | | | (D) | | | Date | Title | Sha | res | | | | | | | |

Explanation of Responses:

1. Reflects restricted stock grant made by Steven Madden, Ltd. (the "Company") to the reporting person on May 24, 2023 under the Steven Madden, Ltd. 2019 Incentive Compensation Plan (the "Plan"), which stock will vest and cease to be restricted on May 21, 2024 and until fully vested will be subject to forfeiture pursuant to the terms of the Plan.

/s/ Mike Lomenzo, Attorney-05/25/2023

in-Fact for Ravi Sachdev

** Signature of Reporting Person Date

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

* 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.

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 Number.