

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED) JUNE 20, 2000

STEVEN MADDEN, LTD.

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(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE

0-23702

13-3588231

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(STATE OR OTHER  
JURISDICTION OF  
FORMATION)

(COMMISSION  
FILE NUMBER)

(IRS EMPLOYER  
IDENTIFICATION NO.)

52-16 BARNETT AVENUE, LONG ISLAND CITY, NEW YORK 11104

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(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) (ZIP CODE)

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE (718) 446-1800

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(FORMER NAME OR FORMER ADDRESS, IF CHANGES SINCE LAST REPORT)  
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ITEM 5. OTHER EVENTS.

On June 20, 2000, Steven Madden, the Registrant's former Chairman and current Chief Executive Officer, was indicted in the Southern District and Eastern District of New York. The indictments allege that Mr. Madden engaged in securities fraud and money laundering activities. In addition, the Securities and Exchange Commission (the "SEC") filed a complaint in the United States District Court for the Eastern District of New York alleging that Mr. Madden violated Section 17(a) of the Securities Act of 1933, as amended, and Section 10(b) of the Securities Exchange Act of 1934, as amended (the "Exchange Act").

Neither the indictments nor the SEC complaint alleges any wrongdoing by the Registrant or its other officers and directors. Mr. Madden has denied any improper conduct and has advised the Registrant that he will vigorously defend himself against any and all charges.

On June 21, 2000, a class action lawsuit was filed in United States District Court for the Eastern District of New York against the Registrant, Steven Madden, Rhonda Brown, a director and the President and Chief Operating Officer of the Registrant, and Arvind Dharia, a director and the Chief Financial Officer of the Registrant, seeking remedies under the Exchange Act. Several other similar actions have been filed against the Registrant.

On June 21, 2000, Steven Madden temporarily resigned as Chairman of the Board of Directors and the Registrant appointed Charles Koppelman as acting Chairman of the Board. Mr. Koppelman has been a director of the Registrant since June 1998. Mr. Madden continues to serve as the Registrant's Chief Executive Officer.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA INFORMATION AND EXHIBITS.

(c) Exhibits

1. Press Release of the Registrant dated June 20, 2000.
2. Press Release of the Registrant dated June 21, 2000.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly authorized and caused the undersigned to sign this Report on the Registrant's behalf.

STEVEN MADDEN, LTD.

By: /s/ STEVEN MADDEN

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Steven Madden  
Chief Executive Officer

Dated: June 28, 2000

STEVEN MADDEN, LTD. STATEMENT REGARDING C.E.O.

LONG ISLAND CITY, N.Y., June 20 /PRNewswire/ -- Steven Madden Ltd. (Nasdaq: SHOO - - news) issued the following statement regarding the federal charges filed against its Chairman and C.E.O., Steve Madden.

Unfortunately, the Company has not yet seen the charges brought against its Chairman and Chief Executive Officer. The Company has been assured by Mr. Madden's personal attorney that Steve Madden denies any improper conduct and will vigorously defend himself against any and all charges.

The Company's management and Board of Directors are closely monitoring the situation. The Company's business remains strong and it plans to continue to execute its long-term strategies. Steven Madden Ltd. designs and markets fashion-forward footwear for women, girls and "tween" consumers. The shoes are sold through Steve Madden Retail Stores, Department Stores, Apparel and Footwear Specialty Stores, and on-line @ [www.stevemadden.com](http://www.stevemadden.com) and @ [www.stevies.com](http://www.stevies.com). The Company has several licenses - including leather sportswear, outerwear, eyewear, hosiery, jewelry, belts, fashion accessories, and handbags - owns and operates a retail store under its David Aaron brand, and is the licensee for l.e.i. Footwear and Jordache Footwear.

Statements in this press release that are not statements of historical or current fact constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other unknown factors that could cause the actual results of the Company to be materially different from the historical results or from any future results expressed or implied by such forward-looking statements. In addition to statements which explicitly describe such risks and uncertainties readers are urged to consider statements labeled with the terms "believes", "belief", "expects", "intends", "anticipates" or "plans" to be uncertain and forward-looking. The forward looking statements contained herein are also subject generally to other risks and uncertainties that are described from time to time in the Company's reports and registration statements filed with the Securities and Exchange Commission

STEVEN MADDEN, LTD. ANNOUNCES THAT STEVE MADDEN WILL REMAIN CEO; APPOINTS  
DIRECTOR CHARLES KOPPELMAN ACTING CHAIRMAN

LONG ISLAND CITY, N.Y., June 21 /PRNewswire/ -- Steven Madden Ltd. (Nasdaq: SHOO) today announced that Steve Madden will continue to serve as Chief Executive Officer of the Company. Mr. Madden will temporarily relinquish his role as Chairman of the Board. The Company's Board of Directors unanimously requested that Charles Koppelman assume the position of Acting Chairman of the Board of Directors. Mr. Koppelman, currently an outside Director, accepted the appointment, which is effective immediately.

The Company's Board of Directors met on Wednesday to review charges filed in federal court against Mr. Madden. The Board unanimously agreed that Mr. Madden should continue in his capacity as Chief Executive Officer.

No charges have been filed against the Company or any of its other Officers or Directors. Mr. Madden has denied any improper conduct and will vigorously defend himself against any and all charges.

An outside director of the Steven Madden Ltd. Board of Directors since June 1998, Mr. Koppelman is also Chairman and Chief Executive Officer of CAK Entertainment and CAK Universal Credit Corp., a company that provides financing for the entertainment, sports and licensing industries. Mr. Koppelman is also Chairman of Worldwide Entertainment & Sports Corp. From 1988 to 1997, Mr. Koppelman, who is 60, served as Chairman and Chief Executive Officer of EMI Capital Music, NA.

Mr. Koppelman said, "As a member of the Board since 1998, I have been pleased to be associated with this innovative and creative Company. Steven Madden Ltd. has experienced strong growth and established itself as one of the premier fashion-forward footwear manufacturers and retailers. The Company has a senior management team with tremendous talent and depth of experience. I look forward to working with them even more closely in my new role."

"I am gratified by the support I have received from the Board, our employees and our partners," said Mr. Madden. "I look forward to continuing to serve the Company as CEO and leading our eleven-member design team. Over the coming weeks, we will be working diligently to prepare for the launching of our new line at the WSA Shoe Show in Las Vegas in August."

Rhonda J. Brown, President and Chief Operating Officer, commented, "The outlook for our business remains strong, and we will remain focused on executing our business plans."

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