

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* <u>SINHA AWADHESH K</u>  (Last) (First) (Middle) C/O STEVEN MADDEN, LTD. 52-16 BARNETT AVENUE  (Street) LONG ISLAND NY 11104 CITY (State) (Zip) (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>STEVEN MADDEN, LTD. [ SHOO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chief Operating Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) 11/01/2019	
4. If Amendment, Date of Original Filed (Month/Day/Year) 05/28/2021		

**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 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.0001 per share	11/01/2019		S		14,943	D	\$41.13	71,824 <sup>(1)(2)</sup>	D	
Common Stock, par value \$0.0001 per share	12/17/2019		F		5,464 <sup>(3)</sup>	D	\$42.32	66,360	D	
Common Stock, par value \$0.0001 per share	01/02/2020		A		11,598	A	\$43.11	77,958	D	
Common Stock, par value \$0.0001 per share	05/11/2021		S		20,239	D	\$43.0734 <sup>(4)</sup>	57,719	D	

**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) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

**Explanation of Responses:**

- The Original Form 4, which reported a transaction that occurred after the stock split referenced in footnote 2 of this Form 4/A understated by 28,922 the number of shares owned by the reporting person following the reported transaction as a result of the omission of the 28,922 shares received by the reporting person in the stock split. This Form 4/A corrects the mistake on the Original Form 4 by showing an increase of 28,922 shares in the number reported on the original Form 4. As a consequence, 42,902, rather than 71,824 (reflecting the correct number of shares beneficially owned), were reported as owned by the reporting person in the Form 4 filed on December 6, 2018.
- On October 11, 2018, the Company effected a three-for-two stock split (effected as a stock dividend), which resulted in the reporting person receiving 28,922 additional shares of Common Stock of Steven Madden, Ltd. (the "Company").
- Represents shares withheld to satisfy the reporting person's tax obligations in connection with the vesting of 16,079 shares of restricted common stock of the Company.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.0305 to \$43.16, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company or 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.

**Remarks:**

The Form 4 filed by the reporting person on May 28, 2021 was intended as an amendment to the original Form 4 filed by the reporting person on November 5, 2019 ("Original Form 4"). However, it was mistakenly filed as a new Form 4, rather than an amendment to the Original Form 4. This Form 4/A is being filed to indicate that the Form 4 filed on May 28, 2021 was intended as an amendment to the original Form 4 and restate the amended information in its entirety.

/s/ Mike Lomenzo, Attorney-  
in-Fact for Awadhesh K. Sinha 06/03/2021

\*\* 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.

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