FOSSIL INC Form 4 December 04, 2007

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

OMB APPROVAL OMB

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Person

Check this box if no longer subject to Section 16.

Form 4 or Form 5

obligations may continue. See Instruction

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **BARNES MICHAEL W** Issuer Symbol FOSSIL INC [FOSL] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner X_ Officer (give title _ Other (specify 2280 N. GREENVILLE AVE. 09/11/2007 below) President and COO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

RICHARDSON, TX 75082

(State)

(7:m)

(City)

(City)	(State)	(Zip) Tab	le I - Non-	Derivative Securities A	cquired, Dispos	ed of, or Bene	ficially 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 onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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					202,416 (1)	D	
Common Stock					1,518	I	Independent Administrator of Estate

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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 (A) or Dis (D) (Instr. 3, 4)	Acquired sposed of	6. Date Exercise Expiration Date (Month/Day/Y	e	7. Title and A Underlying So (Instr. 3 and 4
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 18.41						02/19/2007	02/19/2014	Common Stock
Stock Appreciation Right	\$ 22.63						02/01/2008	02/01/2015	Common Stock
Stock Appreciation Right	\$ 31.24						06/01/2008	06/01/2015	Common Stock
Stock Options (Right to buy)	\$ 25.77						03/08/2006	03/08/2015	Common Stock
Stock Options (Right to buy)	\$ 4.9723	09/11/2007		J(2)		39,373	10/25/2001	10/25/2010	Common Stock
Stock Options (Right to buy)	\$ 6.3889	09/11/2007		J(2)	39,373		09/11/2007	10/25/2010	Common Stock
Stock Options (Right to buy)	\$ 7.1111	09/11/2007		J(2)		11,250	02/02/2001	02/02/2010	Common Stock
Stock Options (Right to buy)	\$ 8.7222	09/11/2007		J(2)	11,250		09/11/2007	02/02/2010	Common Stock
Stock Options (Right to buy)	\$ 9.2223	09/11/2007		J(2)		31,499	01/14/2003	01/14/2012	Common Stock
	\$ 11.6667	09/11/2007		J(2)		51,000	02/24/2004	02/24/2013	

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Stock Options (Right to buy)							Common Stock
Stock Options (Right to buy)	\$ 11.7133	09/11/2007	J <u>(2)</u>	51,000	09/11/2007	02/24/2013	Common Stock
Stock Options (Right to buy)	\$ 12.0667	09/11/2007	J <u>(2)</u>	31,499	09/11/2007	01/14/2012	Common Stock
Stock Options (Right to buy)	\$ 19.1333	09/11/2007	J(2)	60,000	0 02/23/2005	02/23/2014	Common Stock
Stock Options (Right to buy)	\$ 22.1733	09/11/2007	J <u>(2)</u>	60,000	09/11/2007	02/23/2014	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
BARNES MICHAEL W 2280 N. GREENVILLE AVE. RICHARDSON, TX 75082	X		President and COO			

Signatures

Randy S. Hyne, Attorney-in-Fact

**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) Includes 68,929 shares of restricted stock, 36,320 restricted stock units and 2,009 shares held through a 401(k) plan account as of June 30, 2007.
- Options repriced in accordance with a 12/29/2006 letter agreement between Mike Barnes and the Company in order to avoid adverse tax consequenses under Section 409A of the Internal Revenue Code.
- (3) Not applicable

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Reporting Owners 3