

FOSSIL INC
Form 4
September 18, 2007

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BARNES MICHAEL W

(Last) (First) (Middle)

2280 N. GREENVILLE AVE.

(Street)

RICHARDSON, TX 75082

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FOSSIL INC [FOSL]

3. Date of Earliest Transaction (Month/Day/Year)
09/14/2007

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

President and COO

6. Individual or Joint/Group Filing (Check Applicable Line)

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

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 | (D) | Price |
| Common Stock | 09/14/2007 | | S | | 3,300 | D | \$ 36 |
| | | | | | | | 199,116 ⁽¹⁾ |
| Common Stock | 09/14/2007 | | S | | 4,637 | D | \$ 36.01 |
| | | | | | | | 194,479 ⁽¹⁾ |
| Common Stock | 09/14/2007 | | S | | 3,800 | D | \$ 36.02 |
| | | | | | | | 190,679 ⁽¹⁾ |
| Common Stock | 09/14/2007 | | S | | 12,020 | D | \$ 36.03 |
| | | | | | | | 178,659 ⁽¹⁾ |
| Common Stock | 09/14/2007 | | S | | 10,513 | D | \$ 36.04 |
| | | | | | | | 168,146 ⁽¹⁾ |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|------------------------|---|-------------------------------------|
| Common Stock | 09/14/2007 | S | 6,100 | D | \$ 36.05 | 162,046 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 3,600 | D | \$ 36.06 | 158,446 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 4,649 | D | \$ 36.07 | 153,797 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 4,450 | D | \$ 36.08 | 149,347 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 4,100 | D | \$ 36.09 | 145,247 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 2,000 | D | \$ 36.1 | 143,247 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 2,000 | D | \$ 36.11 | 141,247 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 100 | D | \$ 36.12 | 141,147 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 988 | D | \$ 36.14 | 140,159 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 700 | D | \$ 36.15 | 139,459 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 1,000 | D | \$ 36.16 | 138,459 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 2,800 | D | \$ 36.17 | 135,659 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 1,100 | D | \$ 36.18 | 134,559 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 300 | D | \$ 36.19 | 134,259 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 1,874 | D | \$ 36.2 | 132,385 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 700 | D | \$ 36.21 | 131,685 ⁽¹⁾ | D | |
| Common Stock | 09/14/2007 | S | 80 | D | \$ 36.02 | 1,438 | I | Independent Administrator of Estate |
| Common Stock | 09/14/2007 | S | 1,200 | D | \$ 36.12 | 238 | I | Independent Administrator of Estate |
| Common Stock | 09/14/2007 | S | 212 | D | \$ 36.14 | 26 | I | Independent Administrator of Estate |

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Common Stock 09/14/2007 S 26 D \$ 36.2 0 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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(9-02)

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 Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Appreciation Right | \$ 18.41 | | | | | 02/19/2007 02/19/2014 | Common Stock 24,000 |
| Stock Appreciation Right | \$ 22.63 | | | | | 02/01/2008 02/01/2015 | Common Stock 40,000 |
| Stock Appreciation Right | \$ 31.24 | | | | | 06/01/2008 06/01/2015 | Common Stock 36,000 |
| Stock Options (Right to buy) | \$ 4.9723 | | | | | 10/25/2003 10/25/2010 | Common Stock 39,373 |
| Stock Options (Right to buy) | \$ 7.1111 | | | | | 02/02/2001 02/02/2010 | Common Stock 11,250 |
| Stock Options (Right to buy) | \$ 9.2223 | | | | | 01/14/2003 01/14/2012 | Common Stock 31,499 |

| | | | | | |
|---------------------------------------|------------|------------|------------|-----------------|--------|
| Stock Options (Right to buy) | \$ 11.6667 | 02/24/2004 | 02/24/2013 | Common Stock | 51,000 |
| Stock Options (Right to buy) | \$ 19.1333 | 02/23/2005 | 02/23/2014 | Common Stock | 60,000 |
| Stock Options (Right to buy) | \$ 25.77 | 03/08/2006 | 03/08/2015 | Common Stock | 40,000 |

Reporting Owners

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

Signatures

MICHAEL W
BARNES
09/18/2007

**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 79,129 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.

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