STONE DONALD J

Form 4 May 26, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * STONE DONALD J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Middle)

3. Date of Earliest Transaction

FOSSIL INC [FOSL]

(Month/Day/Year) 05/25/2011

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

(Check all applicable)

(Street)

(State)

2280 N. GREENVILLE AVE.

(First)

4. If Amendment, Date Original

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

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

D

Filed(Month/Day/Year)

RICHARDSON, TX 75082

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Person

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) Transaction(s) or (Instr. 3 and 4) (D) Price

Code V Amount Common 05/25/2011 A

(Zip)

987 (1) A \$0 43,625 (2)

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

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 control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transac Code (Instr. 8)	tionN O O O O O O O O O O O O O O O O O O O					7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Prio Deriv Secur (Instr.
				Code N	V (1	A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 13.56							01/01/2004	01/01/2013	Common Stock	4,500	
Stock Options (Right to Buy)	\$ 18.7533							01/01/2005	01/01/2014	Common Stock	6,000	
Stock Options (Right to Buy)	\$ 25.64							01/01/2006	01/01/2015	Common Stock	4,000	
Stock Options (Right to Buy)	\$ 21.66							01/01/2007	01/01/2016	Common Stock	4,000	
Stock Options (Right to Buy)	\$ 22.74							01/01/2008	01/01/2017	Common Stock	4,000	
Stock Options (Right to Buy)	\$ 42.76							01/01/2009	01/01/2018	Common Stock	4,000	
Stock Options (Right to Buy)	\$ 16.415							01/01/2010	01/01/2019	Common Stock	6,000	

Reporting Owners

Reporting Owner Name / Address	Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

STONE DONALD J 2280 N. GREENVILLE AVE. X RICHARDSON, TX 75082

Signatures

/s/ Randy S. Hyne, Attorney-in-Fact 05/26/2011

**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) Restricted Stock Units that shall become one hundred percent (100%) vested and convertible into shares of Common Stock on the earlier of the first anniversary of the Date of Grant or the first Annual Stockholders Meeting following the Date of Grant.
- (2) After giving effect to the grant of restricted stock units reported herein, includes 987 restricted stock units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Signatures 3