BARNES MICHAEL W

Form 4 June 03, 2009

## FORM 4

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

OMB Number:

Expires:

response...

3235-0287 January 31,

0.5

Check this box if no longer

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

2005 Estimated average burden hours per

**OMB APPROVAL** 

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).

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

FOSSIL INC [FOSL]

(Check all applicable)

(Last)

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

X\_ Director

Issuer

10% Owner Other (specify

2280 N. GREENVILLE AVE.

(Month/Day/Year) 06/01/2009

X\_ Officer (give title below) below)

President and COO

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

F

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

RICHARDSON, TX 75082

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

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

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

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)

Transaction(s) (Instr. 3 and 4)

Common Stock

06/01/2009

Code V Amount (D) Price

1,164

147,641 (1) D

D

\$0

(A)

or

SEC 1474

(9-02)

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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. Transactio Code (Instr. 8)	of	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 Appreciation Right	\$ 30.71					03/15/2009	03/15/2016	Common Stock	75,000
Stock Appreciation Right	\$ 13.65					03/15/2010	03/15/2017	Common Stock	50,000
Stock Options (Right to Buy)	\$ 25.77					03/08/2006	03/08/2015	Common Stock	40,000
Stock Options (Right to Buy)	\$ 11.7133					09/11/2007	02/24/2013	Common Stock	51,000
Stock Options (Right to Buy)	\$ 22.1733					09/11/2007	02/23/2014	Common Stock	60,000

# **Reporting Owners**

Reporting Owner Name / Address	Kciationships					
	Director	10% Owner	Officer	Other		

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BARNES MICHAEL W 2280 N. GREENVILLE AVE. RICHARDSON, TX 75082

X

President and COO

## **Signatures**

/s/ Randy S. Hyne, Attorney-in-Fact

06/03/2009

\*\*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 60,578 shares of restricted stock, 69,360 restricted stock units and 2,009 shares held through a 401(k) plan account as of March 31, 2009.

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.

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