BARNES MICHAEL W Form 4

March 22, 2010

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

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**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

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. 03/18/2010 below) President and COO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting RICHARDSON, TX 75082 Person

(City)	(State)	(Zip) 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) our Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common	02/10/2010		Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Stock	03/18/2010		M	60,000	A	22.1733	186,632	D	
Common Stock	03/18/2010		S	60,000	D	\$ 38.8123	126,632	D	
Common Stock	03/19/2010		M	40,000	A	\$ 25.77	166,632	D	
Common Stock	03/19/2010		S	40,000	D	\$ 38.508	126,632	D	

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

## Edgar Filing: BARNES MICHAEL W - Form 4

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SEC 1474 (9-02)

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

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. Transactic Code (Instr. 8)	orDeriva Securi Acqui	ities ired (A) sposed of . 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Sh
Stock Options (Right to Buy)	\$ 22.1733	03/18/2010		M		60,000	09/11/2007	02/23/2014	Common Stock	60,0
Stock Options (Right to Buy)	\$ 25.77	03/19/2010		M		40,000	03/08/2006	03/08/2015	Common Stock	40,0
Stock Appreciation Right	\$ 18.41						02/19/2007	02/19/2014	Common Stock	9,6
Stock Appreciation Right	\$ 22.63						02/01/2008	02/01/2015	Common Stock	40,0
Stock Appreciation Right	\$ 31.24						06/01/2008	06/01/2015	Common Stock	36,0
Stock Appreciation Right	\$ 30.71						03/15/2009	03/15/2016	Common Stock	75,0
Stock Appreciation Right	\$ 13.65						03/15/2010	03/15/2017	Common Stock	50,0
Stock Appreciation Right	\$ 38.395						03/15/2011	03/15/2018	Common Stock	39,3

## **Reporting Owners**

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

## **Signatures**

/s/ Randy S. Hyne, Attorney-in-Fact 03/22/2010

\*\*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) Not applicable.

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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