

STONE DONALD J  
Form 4  
February 23, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
STONE DONALD J

(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)  
02/22/2011

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)

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)
Common Stock	01/19/2011		G <sup>(1)</sup>	V 15 D \$ 0	43,638	D	
Common Stock	02/22/2011		M	6,750 A \$ 9.3333	50,388	D	
Common Stock	02/22/2011		S	6,750 D \$ 78.1463	43,638	D	
Common Stock	02/22/2011		G <sup>(1)</sup>	V 1,000 D \$ 0	42,638 <sup>(2)</sup>	D	

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**

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)

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)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Options (Right to Buy)	\$ 9.3333	02/22/2011		M	6,750	01/01/2003	01/01/2012	Common Stock	6,750
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 \$ 16.415  
(Right to  
Buy)

01/01/2010 01/01/2019 Common  
Stock 6,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STONE DONALD J 2280 N. GREENVILLE AVE. RICHARDSON, TX 75082		X		

## Signatures

/s/ Randy S. Hyne,  
Attorney-in-Fact 02/23/2011

\_\_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) Bona fide gift without consideration of any kind.
- (2) Includes 2,591 restricted stock units.
- (3) 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.