

PRITCHARD JENNIFER
Form 4
March 08, 2010

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 *
PRITCHARD JENNIFER

(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)
03/04/2010

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)
Divisional President

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	03/04/2010		M		12,000	A	\$ 19.15 42,378
Common Stock	03/04/2010		D		6,107	D	\$ 19.15 36,271
Common Stock	03/04/2010		F		1,558	D	\$ 0 34,713
Common Stock	03/04/2010		M		2,400	A	\$ 31.24 37,113
Common Stock	03/04/2010		D		1,993	D	\$ 31.24 35,120

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Common Stock	03/04/2010	F	108	D	\$ 0	35,012	D
Common Stock	03/04/2010	M	3,000	A	\$ 30.71	38,012	D
Common Stock	03/04/2010	D	2,448	D	\$ 30.71	35,564	D
Common Stock	03/04/2010	F	177	D	\$ 0	35,387	D
Common Stock	03/05/2010	S	2,000	D	\$ 38.6897	33,387	D
Common Stock	03/05/2010	M	12,000	A	\$ 19.15	45,387	D
Common Stock	03/05/2010	D	6,013	D	\$ 19.15	39,374	D
Common Stock	03/05/2010	F	1,584	D	\$ 0	37,790	D
Common Stock	03/08/2010	S	11,790	D	\$ 38.7769	26,000 ⁽¹⁾	D

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

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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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 19.15	03/04/2010		M	12,000	09/05/2007	09/05/2014	Common Stock	12,000
Stock Appreciation Right	\$ 31.24	03/04/2010		M	2,400	06/01/2008	06/01/2015	Common Stock	2,400

Stock Appreciation Right	\$ 30.71	03/04/2010	M	3,000	03/15/2009	03/15/2016	Common Stock	3,000
Stock Appreciation Right	\$ 19.15	03/05/2010	M	12,000	09/05/2007	09/05/2014	Common Stock	12,000
Stock Appreciation Right	\$ 13.65				03/15/2010	03/15/2017	Common Stock	24,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PRITCHARD JENNIFER 2280 N. GREENVILLE AVE. RICHARDSON, TX 75082			Divisional President	

Signatures

/s/ Jennifer Pritchard
03/08/2010

**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) Consists of 26,000 restricted stock units.
- (2) 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.