

FOSSIL INC
Form 4/A
December 18, 2007

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 *
BARNES MICHAEL W

2. Issuer Name and Ticker or Trading Symbol
FOSSIL INC [FOSL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2280 N. GREENVILLE AVE.

3. Date of Earliest Transaction (Month/Day/Year)
11/30/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
President and COO

(Street)
RICHARDSON, TX 75082

4. If Amendment, Date Original Filed (Month/Day/Year)
12/05/2007

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting 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) 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 (A) or (D) Price | | | |
| Common Stock | 11/30/2007 | | M | 39,373 A \$ 6.3889 | 76,486 | D | |
| Common Stock | 11/30/2007 | | M | 31,499 A \$ 12.0667 | 107,985 | D | |

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

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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 Security (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 Options (Right to buy) | \$ 8.7222 | | | | | 09/11/2007 02/02/2010 | Common Stock 11,200 |
| 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 |
| Stock Options (Right to buy) | \$ 25.77 | | | | | 03/08/2006 03/08/2015 | Common Stock 40,000 |
| Stock Options (Right to buy) | \$ 6.3889 | 11/30/2007 | | M | 39,373 | 09/11/2007 10/25/2010 | Common Stock 39,373 |
| Stock Options (Right to buy) | \$ 12.0667 | 11/30/2007 | | M | 31,499 | 09/11/2007 01/14/2012 | Common Stock 31,499 |

