#### Edgar Filing: BARNES MICHAEL W - Form 4

| BARNES I<br>Form 4                                | MICHAEL W                               |   |  |                             |                                       |                        |                          |  |  |   |  |
|---|---|---|--|-----------------------------|---------------------------------------|------------------------|--------------------------|--|--|---|--|
| March 03,   | 2005                                    |   |  |                             |                                       |                        |                          |  |  |   |  |
| FOR   | $\mathbf{M}$ <b>4 UNITED</b>            | STATES  | SFCU   | RITIFS                      | AND F                                 | хсн                    | IANGE C                  | OMMISSION  | т  | APPROVAL  |  |
|   | UNITED                                  | SIAILS  |  | ashingto                    |                                       |                        |                          | 0101101105101  | OMB<br>Number:   | 3235-0287   |  |
| Check<br>if no lo                                 | nger CTATE                              | STATEMENT OF CHANGES IN BENEFICIAL OWN  |  |                             |                                       |                        |                          |  | Expires:   | January 31,<br>2005   |  |
| subject<br>Section<br>Form 4<br>Form 5<br>obligat | or<br>Filed pu                          | irsuant to S  | Section  | SECU<br>16(a) of t          | e Act of 1934,                        | burden h<br>response   | d average<br>ours per    |  |  |   |  |
| may co  |   |   |  | •                           | •                                     | -                      | any Act of<br>Act of 194 | 1935 or Sectio<br>0  | on   |   |  |
| (Print or Type                                    | e Responses)                            |   |  |                             |                                       |                        |                          |  |  |   |  |
| BARNES MICHAEL W Sy                               |   |   | Symbol   |                             |                                       | or Tra                 | nding                    | 5. Relationship of Reporting Person(s) to Issuer   |  |   |  |
| (Last) (First) (Middle)                           |   |   | FOSSIL INC [FOSL]<br>3. Date of Earliest Transaction<br>(Month/Day/Year)<br>03/01/2005 |                             |                                       |                        |                          | (Check all applicable)   |  |   |  |
| 2280 N. GREENVILLE                                |   |   |  |                             |                                       |                        |                          | _X_ Director 10% Owner<br>_X_ Officer (give title Other (specify<br>below) below)<br>Divisonal President |  |   |  |
| RICHARI   | (Street)<br>DSON, TX 75082              |   |  | nendment, l<br>lonth/Day/Ye | -                                     | nal                    |                          | 6. Individual or Ja<br>Applicable Line)<br>_X_ Form filed by<br>Form filed by M                          | One Reporting  | Person  |  |
| (City)  | (State)                                 | (Zip)   |  |                             |                                       | ~                      |                          | Person   | a 75 at  |   |  |
|   | × ,                                     | -   |  | ble I - Non<br>3.           |                                       |                        | -                        | uired, Disposed o  |  |   |  |
| 1.Title of<br>Security<br>(Instr. 3)              | 2. Transaction Date<br>(Month/Day/Year) | asaction Date 2A. Deemed<br>h/Day/Year) Execution Date, if<br>any<br>(Month/Day/Year) |  |                             | 4. Securi<br>onor Dispo<br>(Instr. 3, | sed of<br>4 and<br>(A) |                          | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)           | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |   |   |  | Code V                      | Amount                                | or<br>(D)              | Price                    | (Instr. 3 and 4)   |  |   |  |
| Common<br>Stock (1)                               | 03/01/2005                              |   |  | S                           | 2,500                                 | D                      | \$<br>25.9656            | 157,344 <u>(2)</u>   | D  |   |  |
| Common<br>Stock (1)                               | 03/01/2005                              |   |  | S                           | 2,500                                 | D                      | \$ 25.98                 | 154,844 <u>(2)</u>   | D  |   |  |
| Common<br>Stock (1)                               | 03/01/2005                              |   |  | S                           | 2,500                                 | D                      | \$ 25.97                 | 152,344 <u>(2)</u>   | D  |   |  |
| $\frac{\text{Common}}{\text{Stock } (1)}$         | 03/02/2005                              |   |  | S                           | 2,700                                 | D                      | \$ 26.03                 | 149,644 <u>(2)</u>   | D  |   |  |
| Common<br>Stock                                   |   |   |  |                             |                                       |                        |                          | 1,518  | Ι  | Independent<br>Administrator<br>of Estate                         |  |

#### Edgar Filing: BARNES MICHAEL W - Form 4

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 required to respond unless the form displays a currently valid OMB control number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 2.          | 3. Transaction Date                                 | 3A. Deemed   | 4.   | 5.   | 6. Date Exer  | cisable and   | 7. Title a  | and   | 8. Price of  | 9. Nu   |
|-------------|---|--|--|--|---|---|---|---|--|---|
| Conversion  | (Month/Day/Year)                                    | Execution Date, if   | Transacti  | onNumber   | Expiration D  | ate   | Amount  | of  | Derivative   | Deriv   |
| or Exercise |   | any  | Code   | of   | (Month/Day/   | Year)   | Underlyi  | ing   | Security   | Secu  |
| Price of    |   | (Month/Day/Year)   | (Instr. 8)   | Derivativ  | e   |   | Securitie   | es  | (Instr. 5)   | Bene  |
| Derivative  |   |  |  | Securities   | 5   |   | (Instr. 3   | and 4)  |  | Owne  |
| Security    |   |  |  | Acquired   |   |   |   |   |  | Follo   |
|             |   |  |  | (A) or   |   |   |   |   |  | Repo  |
|             |   |  |  | Disposed   |   |   |   |   |  | Trans   |
|             |   |  |  | of (D)   |   |   |   |   |  | (Instr  |
|             |   |  |  | (Instr. 3,   |   |   |   |   |  |   |
|             |   |  |  | 4, and 5)  |   |   |   |   |  |   |
|             |   |  |  |  |   |   | ٨   | mount   |  |   |
|             |   |  |  |  |   |   |   |   |  |   |
|             |   |  |  |  | Date  | Date Expiration   |   |   |  |   |
|             |   |  |  |  | Exercisable D   | Date  |   |   |  |   |
|             |   |  | Code V   | (A) (D)  |   |   |   |   |  |   |
|             | Conversion<br>or Exercise<br>Price of<br>Derivative | Conversion (Month/Day/Year)<br>or Exercise<br>Price of<br>Derivative | Conversion(Month/Day/Year)Execution Date, ifor ExerciseanyPrice of(Month/Day/Year)Derivative | Conversion (Month/Day/Year) Execution Date, if Transacti<br>or Exercise any Code<br>Price of (Month/Day/Year) (Instr. 8)<br>Derivative<br>Security | Conversion<br>or Exercise(Month/Day/Year)Execution Date, if<br>anyTransactionNumber<br>CodePrice of<br>Derivative(Month/Day/Year)(Instr. 8)Derivative<br>SecuritiesSecurityAcquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, | Conversion<br>or Exercise(Month/Day/Year)Execution Date, if<br>anyTransactionNumber<br>CodeExpiration D<br> | Conversion<br>or Exercise(Month/Day/Year)Execution Date, if<br>anyTransactionNumber<br>CodeExpiration Date<br>(Month/Day/Year)Price of<br>Derivative(Month/Day/Year)(Instr. 8)Derivative<br>SecuritiesSecuritySecurities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5)Securities<br>Acquired<br>bisposedDateExpiration<br>Expiration | Conversion<br>or Exercise(Month/Day/Year)Execution Date, if<br>anyTransactionNumber<br>CodeExpiration Date<br>(Month/Day/Year)Amount<br>Underly<br>SecuritiesPrice of<br>Derivative(Month/Day/Year)(Instr. 8)Derivative<br>SecuritiesSecurities<br>(Instr. 3)(Instr. 3)<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5)MouthMouthDate<br>ExercisableExpiration<br>DateTitleAnount<br>Mouth | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security(Month/Day/Year)Execution Date, if<br>any<br>(Month/Day/Year)TransactionNumber<br>Code<br>ofExpiration Date<br>(Month/Day/Year)Amount of<br>Underlying<br>Securities<br>(Instr. 8)Derivative<br>SecuritySecurities<br>(Month/Day/Year)Instr. 8)Derivative<br>Securities<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5)Instr. 9Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4)Date<br>ExercisableExpiration Date<br>(Month/Day/Year)Amount of<br>Underlying<br>Securities<br>(Instr. 3<br>and 4) | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security(Month/Day/Year)Execution Date, if<br>any<br>(Month/Day/Year)Transactio-Number<br>Code<br>of<br>(Instr. 8)Expiration Date<br>(Month/Day/Year)Amount of<br>Underlyear)Derivative<br>Securities<br>(Instr. 5)Derivative<br>Security(Month/Day/Year)(Month/Day/Year)Or<br>Securities<br>(Instr. 3)<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5)Derivative<br>SecuritiesAmount of<br>Underlyear)Derivative<br>Securities<br>(Instr. 5)Derivative<br>(Month/Day/Year)Image: Derivative Security<br>(Imstr. 4)Image: Derivative<br>Securities<br>(Instr. 3)<br>(Instr. 3,<br>4, and 5)Derivative<br>SecuritiesAmount of<br>Underlyear)Derivative<br>Securities<br>(Instr. 5)Image: Derivative Security<br>(Imstr. 4)Image: Derivative<br>Securities<br>(Instr. 3,<br>4, and 5)Derivative<br>SecuritiesAmount of<br>Image: Derivative<br>Securities<br>(Instr. 5)Image: Derivative Security<br>(Imstr. 4)Image: Derivative<br>Securities<br>(Imstr. 4)Image: Derivative<br>Securities<br>(Imstr. 4)Image: Derivative<br>Securities<br>(Imstr. 5)Image: Derivative Security<br>(Imstr. 4)Image: Derivative<br>Securities<br>(Imstr. 3,<br>4, and 5)Image: Derivative<br>(Imstr. 4)Image: Derivative<br>Securities<br>(Imstr. 4)Image: Derivative Security<br>(Imstr. 4)Image: Derivative<br>(Imstr. 4)Image: Derivative<br>(Imstr. 4)Image: Derivative<br>(Imstr. 4)Image: Derivative Securities<br>(Imstr. 4)Image: Derivative<br>(Imstr. 4)Image: Derivative<br>(Imstr. 4)Image: Derivative<br>(Imstr. 4)Image: Deriva |

### **Reporting Owners**

| Reporting Owner Name / Addres                                  | Relationships |           |                     |       |  |  |  |  |
|--|---------------|-----------|---------------------|-------|--|--|--|--|
|  |               | 10% Owner | Officer             | Other |  |  |  |  |
| BARNES MICHAEL W<br>2280 N. GREENVILLE<br>RICHARDSON, TX 75082 | Х             |           | Divisonal President |       |  |  |  |  |
| Signatures   |               |           |                     |       |  |  |  |  |
| MICHAEL W<br>BARNES  | 03/03/200     | 5         |                     |       |  |  |  |  |

\*\*Signature of Reporting

Person

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Restricted Stock

(2) Includes 73,500 shares of restricted stock and 2,113 shares held indirectly through a 401(k) plan account as of December 31, 2004.

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.