

FOSSIL INC
Form 4
March 29, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
KERCHO RANDY

(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)
02/19/2006

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)
Executive Vice 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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock ⁽¹⁾	02/19/2006		A	3,000 A \$ 0	64,115 ⁽²⁾	D	
Common Stock ⁽³⁾	02/19/2006		A	3,000 A \$ 0	67,115 ⁽²⁾	D	
Common Stock					13,500	I	Custodian for minor child

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 Number of Shares
Stock Appreciation Right	\$ 18.41	02/19/2006		A		12,000		02/19/2007	02/19/2014	Common Stock	12,000
Stock Options (Right to buy)	\$ 1.6297							08/30/1996	08/30/2006	Common Stock	126,000
Stock Options (Right to buy)	\$ 2.4692							02/06/1998	02/06/2007	Common Stock	50,000
Stock Options (Right to buy)	\$ 4.3333							01/12/1999	01/12/2008	Common Stock	75,000
Stock Options (Right to buy)	\$ 4.9723							10/25/2003	10/25/2010	Common Stock	56,000
Stock Options (Right to buy)	\$ 7.1111							02/02/2001	02/02/2010	Common Stock	44,000
Stock Options (Right to buy)	\$ 8.0185							02/12/2000	02/12/2009	Common Stock	50,000
Stock Options (Right to buy)	\$ 9.2223							01/14/2003	01/14/2012	Common Stock	56,000

Stock Options (Right to buy)	\$ 11.6667	02/24/2004	02/24/2013	Common Stock	37,
Stock Options (Right to buy)	\$ 19.1333	02/23/2005	02/23/2014	Common Stock	33,
Stock Options (Right to buy)	\$ 25.77	03/08/2006	03/08/2015	Common Stock	22,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KERCHO RANDY 2280 N. GREENVILLE AVE. RICHARDSON, TX 75082			Executive Vice President	

Signatures

RANDY S KERCHO	03/29/2006
**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).
- (3) Restricted Stock Units
- (2) After giving effect to the grants of restricted stock and restricted stock units reported herein, includes 34,875 shares of restricted stock, 3,000 restricted stock units and 6,965 shares held indirectly through a 401(k) plan account as of December 31, 2005.
- (1) Restricted Stock

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.