



ITEM 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

On May 1, 2015, Movado Group, Inc. (the “Company”) and ABG Juicy Couture, LLC (“Licensor”) entered into Amendment Number 5, effective as of January 1, 2014, to that certain License Agreement between them dated as of November 15, 2005 (as previously amended, the “Amended License Agreement”).

Material modifications to the Amended License Agreement, as effected by Amendment Number 5, include the following:

~~The~~ term of the Amended License Agreement has been extended for one additional Contract Year (Contract Year 13) ending December 31, 2017.

~~Sales~~ minima have been revised for Contract Years 10 through 13.

~~The~~ guaranteed minimum royalties payable for Contract Years 11 through 13 have been revised.

~~New~~ provisions relating to Licensee’s partial reimbursement for expenses incurred in Contract Years 10 through 13 in connection with national advertising, marketing and cooperative advertising have been established.

~~The~~ provision relating to the image fund payment payable to Licensor has been revised.

The other material provisions of the Amended License Agreement remain substantially unchanged.

The Company intends to file Amendment Number 5 to the Amended License Agreement as an exhibit to its next periodic report and will seek confidential treatment of certain terms in Amendment Number 5 at such time.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 7, 2015

**MOVADO GROUP, INC.**

By: /s/ Timothy F. Michno

Name: Timothy F. Michno

Title: General Counsel

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