

COTE RICHARD
Form 4
April 06, 2018

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 *
COTE RICHARD

(Last) (First) (Middle)

C/O MOVADO GROUP, INC., 650 FROM ROAD, SUITE 375

(Street)

PARAMUS, NJ 07652

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MOVADO GROUP INC [MOV]

3. Date of Earliest Transaction (Month/Day/Year)
04/04/2018

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)

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 | (A) or (D) | Price |
| Common Stock | 04/04/2018 | | M | | 9,198 | A | \$ 30.36 |
| | | | | | | | 337,585 |
| Common Stock | 04/04/2018 | | S | | 9,198 | D | \$ 37.8654 |
| | | | | | | | <u>(1)</u> |
| Common Stock | 04/04/2018 | | M | | 16,750 | A | \$ 30.34 |
| | | | | | | | 345,137 |
| Common Stock | 04/04/2018 | | S | | 16,750 | D | \$ 37.8654 |
| | | | | | | | <u>(1)</u> |
| | 04/04/2018 | | M | | 37,600 | A | \$ 26.59 |
| | | | | | | | 365,987 |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------------------|---------|---|-----------------|
| Common Stock | | | | | | | | |
| Common Stock | 04/04/2018 | S | 37,600 | D | \$ 37.8654 (1) | 328,387 | D | |
| Common Stock | 04/05/2018 | M | 13,652 | A | \$ 30.36 | 342,039 | D | |
| Common Stock | 04/05/2018 | S | 13,652 | D | \$ 38.6183 (2) | 328,387 | D | |
| Common Stock | | | | | | 150,508 | I | By trust (3) |

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.

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(9-02)

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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option | \$ 30.36 | 04/04/2018 | | M | 9,198 | 04/15/2018 05/15/2025 | Common Stock 9,198 |
| Employee Stock Option | \$ 30.34 | 04/04/2018 | | M | 16,750 | 04/19/2016 04/19/2023 | Common Stock 16,750 |
| Employee Stock Option | \$ 26.59 | 04/04/2018 | | M | 37,600 | 04/20/2015 04/20/2022 | Common Stock 0 |
| Employee Stock Option | \$ 30.36 | 04/05/2018 | | M | 13,652 | 04/15/2018 05/15/2025 | Common Stock 13,652 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| COTE RICHARD C/O MOVADO GROUP, INC., 650 FROM ROAD, SUITE 375 PARAMUS, NJ 07652 | X | | | |

Signatures

/s/ Mitchell C. Sussis,
attorney-in-fact

04/06/2018

__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).

The price in column 4 is a weighted average price. The 63,548 shares were sold in multiple transactions at prices ranging from \$37.50 to \$38.35, inclusive. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

The price in column 4 is a weighted average price. The 13,652 shares were sold in multiple transactions at prices ranging from \$37.95 to \$39.35, inclusive. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

(3) Shares held in trust for the benefit of the reporting person's children in which the reporting person has an indirect pecuniary interest

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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