

Galanti Livio
Form 4
June 24, 2011

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 *
Galanti Livio

(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)
06/22/2011

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	06/22/2011		M		750	A	\$ 18.41	16,294	D
Common Stock	06/22/2011		D		121	D	\$ 18.41	16,173	D
Common Stock	06/22/2011		F		167	D	\$ 0	16,006	D
Common Stock	06/22/2011		M		750	A	\$ 25.93	16,756	D
Common Stock	06/22/2011		D		172	D	\$ 25.93	16,584	D

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Common Stock	06/22/2011		F	202	D	\$ 0	16,382	D
Common Stock	06/22/2011		M	6,000	A	\$ 35.05	22,382	D
Common Stock	06/22/2011		D	1,853	D	\$ 35.05	20,529	D
Common Stock	06/22/2011		F	1,512	D	\$ 0	19,017	D
Common Stock	06/22/2011		M	2,400	A	\$ 30.71	21,417	D
Common Stock	06/22/2011		D	649	D	\$ 30.71	20,768	D
Common Stock	06/22/2011		F	639	D	\$ 0	20,129	D
Common Stock	06/22/2011		M	2,400	A	\$ 13.65	22,529	D
Common Stock	06/22/2011		D	289	D	\$ 13.65	22,240	D
Common Stock	06/22/2011		F	770	D	\$ 13.65	21,470	D
Common Stock	06/22/2011		M	5,361	A	\$ 38.395	26,831	D
Common Stock	06/22/2011		D	1,814	D	\$ 38.395	25,017	D
Common Stock	06/22/2011		F	1,293	D	\$ 0	23,724	D
Common Stock	06/24/2011		S	8,180	D	\$ 114.75	15,544 ⁽¹⁾	D

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

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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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)
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(Instr. 3, 4,
and 5)

				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 18.41		06/22/2011	M			750	02/19/2007	02/19/2014	Common Stock	750
Stock Appreciation Right	\$ 25.93		06/22/2011	M			750	03/15/2008	03/15/2015	Common Stock	750
Stock Appreciation Right	\$ 35.05		06/22/2011	M			6,000	09/04/2008	09/04/2015	Common Stock	6,000
Stock Appreciation Right	\$ 30.71		06/22/2011	M			2,400	03/15/2009	03/15/2016	Common Stock	2,400
Stock Appreciation Right	\$ 13.65		06/22/2011	M			2,400	03/15/2010	03/15/2017	Common Stock	2,400
Stock Appreciation Right	\$ 38.395		06/22/2011	M			5,361	03/15/2011	03/15/2018	Common Stock	5,361
Stock Appreciation Right	\$ 81.23							03/15/2012	03/15/2019	Common Stock	9,561

Reporting Owners

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

Signatures

/s/ Randy S. Hyne, 06/24/2011
Attorney-in-Fact

**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).

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- (1) Includes 202 shares of restricted stock and 15,342 restricted stock units.
- (2) Not applicable.

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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