

Galanti Livio
Form 4
March 23, 2012

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)

901 S. CENTRAL EXPRESSWAY

(Street)

RICHARDSON, TX 75080

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FOSSIL INC [FOSL]

3. Date of Earliest Transaction (Month/Day/Year)
03/21/2012

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 or Price		
Common Stock	03/21/2012		S		5,127 D \$ 132.6164	10,583	D
Common Stock	03/21/2012		M		750 A \$ 25.93	11,333	D
Common Stock	03/21/2012		D		146 D \$ 25.93	11,187	D
Common Stock	03/21/2012		F		221 D \$ 0	10,966	D
Common Stock	03/21/2012		M		2,000 A \$ 35.05	12,966	D

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Common Stock	03/21/2012	D	526	D	\$ 35.05	12,440	D	
Common Stock	03/21/2012	F	538	D	\$ 0	11,902	D	
Common Stock	03/21/2012	M	2,400	A	\$ 30.71	14,302	D	
Common Stock	03/21/2012	D	553	D	\$ 30.71	13,749	D	
Common Stock	03/21/2012	F	674	D	\$ 0	13,075	D	
Common Stock	03/21/2012	M	2,400	A	\$ 13.65	15,475	D	
Common Stock	03/21/2012	D	246	D	\$ 13.65	15,229	D	
Common Stock	03/21/2012	F	786	D	\$ 0	14,443	D	
Common Stock	03/21/2012	M	5,360	A	\$ 38.395	19,803	D	
Common Stock	03/21/2012	D	1,545	D	\$ 38.395	18,258	D	
Common Stock	03/21/2012	F	1,391	D	\$ 0	16,867	D	
Common Stock	03/21/2012	M	3,190	A	\$ 81.23	20,057	D	
Common Stock	03/21/2012	D	1,944	D	\$ 81.23	18,113	D	
Common Stock	03/21/2012	F	455	D	\$ 0	17,658	D	
Common Stock	03/23/2012	S	7,075	D	\$ 132	10,583 ⁽¹⁾	D	
Common Stock						20	I	Minor Child

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)

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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
Stock Appreciation Right	\$ 25.93	03/21/2012		M		750		03/15/2008	03/15/2015	Common Stock	750
Stock Appreciation Right	\$ 35.05	03/21/2012		M		2,000		09/04/2008	09/04/2015	Common Stock	2,000
Stock Appreciation Right	\$ 30.71	03/21/2012		M		2,400		03/15/2009	03/15/2016	Common Stock	2,400
Stock Appreciation Right	\$ 13.65	03/21/2012		M		2,400		03/15/2010	03/15/2017	Common Stock	2,400
Stock Appreciation Right	\$ 38.395	03/21/2012		M		5,360		03/15/2011	03/15/2018	Common Stock	5,360
Stock Appreciation Right	\$ 81.23	03/21/2012		M		3,190		03/15/2012	03/15/2019	Common Stock	3,190
Stock Appreciation Right	\$ 127.835							03/15/2013	03/15/2020	Common Stock	5,450

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Galanti Livio 901 S. CENTRAL EXPRESSWAY RICHARDSON, TX 75080			Executive Vice President	

Signatures

/s/ Randy S. Hyne,
Attorney-in-Fact

03/23/2012

__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).
- (1) Includes 92 shares of restricted stock and 10,491 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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