

FOSSIL INC
Form 4
August 31, 2006

FORM 4

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

OMB APPROVAL

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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)
08/29/2006

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 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	08/29/2006		M	60,696 A \$ 1.6297	193,700 ⁽¹⁾	D	
Common Stock	08/29/2006		S	60,696 D \$ 18.5716	133,004 ⁽¹⁾	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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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 or Number of Shares
Stock Appreciation Right	\$ 18.41					02/19/2007 02/19/2014	Common Stock 12,000
Stock Options (Right to buy)	\$ 2.4692					02/06/1998 02/06/2007	Common Stock 50,600
Stock Options (Right to buy)	\$ 4.3333					01/12/1999 01/12/2008	Common Stock 75,900
Stock Options (Right to buy)	\$ 4.9723					10/25/2003 10/25/2010	Common Stock 56,200
Stock Options (Right to buy)	\$ 7.1111					02/02/2001 02/02/2010	Common Stock 44,900
Stock Options (Right to buy)	\$ 8.0185					02/12/2000 02/12/2009	Common Stock 50,600
Stock Options (Right to buy)	\$ 9.2223					01/14/2003 01/14/2012	Common Stock 56,200
Stock Options (Right to buy)	\$ 11.6667					02/24/2004 02/24/2013	Common Stock 37,500

Stock Options (Right to buy)	\$ 19.1333					02/23/2005	02/23/2014	Common Stock	33,7
Stock Options (Right to buy)	\$ 25.77					03/08/2006	03/08/2015	Common Stock	22,5
Stock Options (Right to buy)	\$ 1.6297	08/29/2006	M	60,696	08/30/1997	08/30/2006		Common Stock	60,6

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

08/31/2006

**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).
- (1) 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 6,984 shares held indirectly through a 401(k) plan account as of June 30, 2006.
 - (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. 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.