FOSSIL INC Form 4/A September 20, 2007

FORM 4

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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subject to Section 16. Form 4 or Form 5 obligations

if no longer

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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

SECURITIES

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SHROFF JAL S Issuer Symbol FOSSIL INC [FOSL] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner Other (specify X_ Officer (give title 2280 N. GREENVILLE AVE. 02/19/2006 below) Managing Director, Fossil East (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person 05/26/2006 Form filed by More than One Reporting RICHARDSON, TX 75082 Person

(City)	(State) (Z	Zip) Table	I - Non-De	erivative Securities Ac	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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)
Common Stock					832,704	D	
Common Stock					37,968	I	By Spouse

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)				
				Code V	Į	(A	.)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Options (Right to buy)	\$ 2.4692								02/06/1998	02/06/2007	Common Stock	37,968
Stock Options (Right to buy)	\$ 4.3333								01/12/1999	01/12/2008	Common Stock	26,578
Stock Options (Right to buy)	\$ 7.1111								02/02/2001	02/02/2010	Common Stock	11,250
Stock Options (Right to buy)	\$ 7.5833								01/22/2002	01/22/2011	Common Stock	16,875
Stock Options (Right to buy)	\$ 8.0185								02/12/2000	02/12/2009	Common Stock	16,875
Stock Options (Right to buy)	\$ 9.2223								01/14/2003	01/14/2012	Common Stock	16,874
Stock Options (Right to buy)	\$ 11.6667								02/24/2004	02/24/2013	Common Stock	15,000
Stock Options (Right to buy)	\$ 19.1333								02/23/2005	02/23/2014	Common Stock	15,000
	\$ 25.77								03/08/2006	03/08/2015		10,000

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Stock Options (Right to buy)							Common Stock	
Stock Options (Right to buy)	\$ 2.4692				02/06/1998	02/06/2007	Common Stock	37,968
Stock Options (Right to buy)	\$ 4.3333				01/12/1999	01/12/2008	Common Stock	26,578
Stock Options (Right to buy)	\$ 7.1111				02/02/2001	02/02/2010	Common Stock	22,500
Stock Options (Right to buy)	\$ 7.5833				01/22/2002	01/22/2011	Common Stock	16,874
Stock Options (Right to buy)	\$ 8.0185				02/12/2000	02/12/2009	Common Stock	16,875
Stock Options (Right to buy)	\$ 9.2223				01/14/2003	01/14/2012	Common Stock	16,873
Stock Options (Right to buy)	\$ 11.6667				02/24/2004	02/24/2013	Common Stock	15,000
Stock Options (Right to buy)	\$ 19.1333				02/23/2005	02/23/2014	Common Stock	15,000
Stock Options (Right to buy)	\$ 25.77				03/08/2006	03/08/2015	Common Stock	10,000
Stock Options (Right to buy)	\$ 18.41	02/19/2006(1)	A	10,000	02/19/2007(2)	02/19/2016	Common Stock	10,000

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SHROFF JAL S

2280 N. GREENVILLE AVE. X Managing Director, Fossil East

RICHARDSON, TX 75082

Signatures

Randy S. Hyne, Attorney-in-Fact 09/20/2007

**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).
- (2) 2,500 previously vested on 2/19/2007; 2,500 becoming exercisable on 2/19/08 and 5,000 becoming exercisable on 2/19/09, cumulatively.
- (3) Not applicable.
- (1) Due to an administrative error, the 2/19/2006 grant of Stock Options (Right to Buy) held indirectly by Pervin Shroff was omitted from the Form 4.

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.

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