

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-03-19** | Period of Report: **2013-03-15**  
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### ISSUER

#### FOSSIL INC

CIK: [883569](#) | IRS No.: **752018505** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **3873** Watches, clocks, clockwork operated devices/parts

#### Mailing Address

901 S CENTRAL  
EXPRESSWAY  
RICHARDSON TX 75080

#### Business Address

901 S CENTRAL  
EXPRESSWAY  
RICHARDSON TX 75080  
9722342525

### REPORTING OWNER

#### KENNEDY THOMAS M

CIK: [1288495](#)  
Type: **4** | Act: **34** | File No.: [000-19848](#) | Film No.: **13703271**

#### Mailing Address

901 S. CENTRAL  
EXPRESSWAY  
RICHARDSON TX 75080

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>KENNEDY THOMAS M</b>			2. Issuer Name and Ticker or Trading Symbol <b>FOSSIL INC [FOSL]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title _____ Other (specify below) <b>Executive Vice President</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>03/15/2013</b>					
901 S. CENTRAL EXPRESSWAY			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
(Street)								
RICHARDSON, TX 75080								
(City)	(State)	(Zip)						

**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	03/15/2013		F		231	D	\$ 0	6,121	D	
Common Stock	03/15/2013		A		3,826 <sup>(1)</sup>	A	\$ 0	9,947 <sup>(2)</sup>	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Appreciation Right	\$106.395	03/15/2013		A		3,651		03/15/2014 <sup>(3)</sup>	03/15/2021	Common Stock	3,651	<sup>(4)</sup>	3,651	D	
Stock Appreciation Right	\$35.78							01/15/2011	01/15/2018	Common Stock	2,640		2,640	D	
Stock Appreciation Right	\$38.395							03/15/2011	03/15/2018	Common Stock	2,200		2,200	D	

Stock Appreciation Right	\$81.23							03/15/2012	03/15/2019	Common Stock	1,985		1,985	D	
Stock Appreciation Right	\$127.835							03/15/2013	03/15/2020	Common Stock	1,302		1,302	D	

**Explanation of Responses:**

1. Restricted Stock Units that shall become vested and convertible into shares of Common Stock as to 1/3 on 3/15/14; as to 1/3 on 3/15/15; and as to 1/3 on 3/15/16, cumulatively.
2. After giving effect to the grant of restricted stock units reported herein, includes 4,935 restricted stock units.
3. Exercisable as to 1/3 on 3/15/14; as to 1/3 on 3/15/15; and as to 1/3 on 3/15/16, cumulatively.
4. Not applicable.

**Signatures**

/s/ Thomas M. Kennedy

\*\* Signature of Reporting Person

03/19/2013

Date

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

\* 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).

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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