

ANDERSON KENNETH W
 Form 4
 May 17, 2010

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 *
 ANDERSON KENNETH W

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2280 N. GREENVILLE AVE.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/13/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

RICHARDSON, TX 75082

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 05/13/2010 | | M | | 200 | A | \$ 9.3333 |
| Common Stock | 05/13/2010 | | S | | 200 | D | \$ 42 |
| Common Stock | | | | | | | |
| | | | | | 17,812 | I | |

K.W.
 Anderson
 Family
 Partnership

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 Securities (Instr. 3 and 4) | 8. P Der Sec (Ins |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options (Right to Buy) | \$ 9.3333 | 05/13/2010 | | M | 200 | 01/01/2003 | 01/01/2012 | Common Stock | 200 |
| Stock Options (Right to Buy) | \$ 13.56 | | | | | 01/01/2004 | 01/01/2013 | Common Stock | 4,500 |
| Stock Options (Right to Buy) | \$ 18.7533 | | | | | 01/01/2005 | 01/01/2014 | Common Stock | 6,000 |
| Stock Options (Right to Buy) | \$ 25.64 | | | | | 01/01/2006 | 01/01/2015 | Common Stock | 4,000 |
| Stock Options (Right to Buy) | \$ 21.66 | | | | | 01/01/2007 | 01/01/2016 | Common Stock | 4,000 |
| Stock Options (Right to Buy) | \$ 22.74 | | | | | 01/01/2008 | 01/01/2017 | Common Stock | 2,932 |
| Stock Options (Right to Buy) | \$ 42.76 | | | | | 01/01/2009 | 01/01/2018 | Common Stock | 4,000 |

Stock
Options \$ 16.415
(Right to Buy)

01/01/2010 01/01/2019 Common Stock 6,000

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ANDERSON KENNETH W 2280 N. GREENVILLE AVE. RICHARDSON, TX 75082 | | X | | |

Signatures

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

05/17/2010

____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) 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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