

QUICK MARK  
Form 4  
March 19, 2012

**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 \*  
**QUICK MARK**

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)  
**901 S. CENTRAL EXPRESSWAY**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**03/15/2012**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Vice Chairman

**RICHARDSON, TX 75080**

(City) (State) (Zip)

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

**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                    | 03/15/2012                           |  | F                              |   | 5,489 D \$ 0 37,813   | D  |                                   |
| Common Stock                    | 03/15/2012                           |  | A                              |   | 7,264 (1) A \$ 0 45,077 (2)   | D  |                                   |

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

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**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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Appreciation Right                   | \$ 127.835   | 03/15/2012                           |  | A                              | 14,318  | 03/15/2013 <sup>(3)</sup> - 03/15/2020                   | Common Stock  |
| Stock Appreciation Right                   | \$ 22.63   |                                      |  |                                |   | 02/01/2008 - 02/01/2015                                  | Common Stock  |
| Stock Appreciation Right                   | \$ 31.24   |                                      |  |                                |   | 06/01/2008 - 06/01/2015                                  | Common Stock  |
| Stock Appreciation Right                   | \$ 30.71   |                                      |  |                                |   | 03/15/2009 - 03/15/2016                                  | Common Stock  |
| Stock Appreciation Right                   | \$ 13.65   |                                      |  |                                |   | 03/15/2010 - 03/15/2017                                  | Common Stock  |
| Stock Appreciation Right                   | \$ 38.395  |                                      |  |                                |   | 03/15/2011 - 03/15/2018                                  | Common Stock  |
| Stock Appreciation Right                   | \$ 81.23   |                                      |  |                                |   | 03/15/2012 - 03/15/2019                                  | Common Stock  |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |               |       |
|---|---------------|-----------|---------------|-------|
|   | Director      | 10% Owner | Officer       | Other |
| QUICK MARK<br>901 S. CENTRAL EXPRESSWAY<br>RICHARDSON, TX 75080 |               |           | Vice Chairman |       |

## Signatures

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

03/19/2012

\_\_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) Restricted Stock Units that shall become vested and convertible into shares of Common Stock as to 1/3 on 3/15/13; as to 1/3 on 3/15/14; and as to 1/3 on 3/15/15, cumulatively.
- (2) After giving effect to the grant of restricted stock units reported herein, includes 1,471 shares of restricted stock, 30,605 restricted stock units and 2,166 shares held through a 401(k) plan account as of December 31, 2011.
- (3) Exercisable as to 1/3 on 3/15/13; as to 1/3 on 3/15/14; and as to 1/3 on 3/15/15, cumulatively.
- (4) 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.