STEINBERG MICHAEL

Form 5

February 15, 2005

FORM 5

OMB APPROVAL

OMB

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

Number: January 31, Expires: 2005

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1.0

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response...

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported

30(h) of the Investment Company Act of 1940 Form 4

Transactions Reported

> 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer

FOSSIL INC [FOSL]

3. Statement for Issuer's Fiscal Year Ended (Last) (First) (Middle)

Symbol

X Director 10% Owner Officer (give title Other (specify

(Check all applicable)

below)

01/01/2005

(Month/Day/Year)

2280 N. GREENVILLE AVENUE

1. Name and Address of Reporting Person *

STEINBERG MICHAEL

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

RICHARDSON, Â TXÂ 75082

X Form Filed by One Reporting Person Form Filed by More than One Reporting

below)

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

	1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of
	Security	(Month/Day/Year)	Execution Date, if	Transaction	Acquired (A) or	Securities	Form: Direct	Indirect
	(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial
			(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned at end	Indirect (I)	Ownership
					(4)	of Issuer's	(Instr. 4)	(Instr. 4)
					(A)	Fiscal Year		
					or	(T (2 14)		

(Instr. 3 and 4)

Amount (D) Price

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

Derivative

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

or Disposed

SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Expiration Date	Underlying Securiti
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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(Instr. 3, 4, and 5)

(A) (D) Date Exercisable Expiration Title Amound Date or Number of Share

of (D)

4,00

Stock

Option (Right to buy) \$25.64 01/01/2005 $\^{A}$ A4 4,000 $\^{A}$ 01/01/2006 $^{(1)}$ 01/01/2015 $^{(1)}$ Common Stock

Reporting Owners

Security

Reporting Owner Name / Address

Director 10% Owner Officer Other

STEINBERG MICHAEL

2280 N. GREENVILLE AVENUE Â X Â Â

RICHARDSON, TXÂ 75082

Signatures

/s/ Randy S. Hyne, Attorney-in-Fact for Michael
Steinberg
02/11/2005

**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) As to 50%, 1/1/2006; as to 25%, 1/1/2007; as to 25%, 1/1/2008, cumulatively.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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