

PHALEN MIRIAM GRINBERG

Form 4

January 05, 2011

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 *
PHALEN MIRIAM GRINBERG

(Last) (First) (Middle)

C/O MOVADO GROUP, INC., 659
FROM ROAD

(Street)

PARAMUS, NJ 07652

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
MOVADO GROUP INC [MOV]

3. Date of Earliest Transaction
(Month/Day/Year)
01/03/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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)		
				(A) or (D)	Price				
				Code	V	Amount	Price		
Common Stock	01/03/2011		M	A	4,414	\$ 14.61	23,080	I	By Spouse
Common Stock	01/03/2011		S	D	4,163	\$ 16.37 (1)	18,917	I	By Spouse
Common Stock	01/03/2011		M	A	3,274	\$ 11.33	22,191	I	By Spouse
Common Stock	01/03/2011		S	D	2,718	\$ 16.39 (1)	19,473	I	By Spouse
	01/03/2011		M	A	3,956		23,429	I	By Spouse

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Common Stock					\$ 14.61			
Common Stock	01/03/2011	S	3,726	D	\$ 16.41	19,703	I	By Spouse

(1)

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

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(9-02)

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 (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)	Amount or Number of Shares
						Date Exercisable Expiration Date	Title	
				Code	V (A) (D)			
Non-Qualified Stock Option (right to buy)	\$ 14.61	01/03/2011		M	4,414	07/07/2004 03/16/2011	Common Stock	4,414
Non-Qualified Stock Option (right to buy)	\$ 11.33	01/03/2011		M	3,274	12/03/2003 03/16/2011	Common Stock	3,274
Non-Qualified Stock Option (right to buy)	\$ 14.61	01/03/2011		M	3,956	07/07/2004 03/16/2011	Common Stock	3,956

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
PHALEN MIRIAM GRINBERG C/O MOVADO GROUP, INC. 659 FROM ROAD PARAMUS, NJ 07652	X

Signatures

/s/ Miriam G.
Phalen

01/05/2011

**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).

The price in column 4 is a weighted average price. The 4,163 shares were sold in multiple transactions at prices ranging from \$16.33 to \$16.37, inclusive. The 2,718 shares were sold in multiple transactions at prices ranging from \$16.30 to \$16.39, inclusive. The 3,726

(1) shares were sold in multiple transactions at prices ranging from \$16.35 to \$16.54, inclusive. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within each range.

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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