

FOSSIL INC  
Form 8-K  
January 30, 2006

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**



**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **December 7, 2005**

**FOSSIL, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**0-19848**

(Commission File Number)

**75-2018505**

(IRS Employer  
Identification No.)

**2280 N. Greenville Avenue  
Richardson, Texas**

(Address of principal executive offices)

**75082**

(Zip Code)

Registrant's telephone number, including area code: **(972) 234-2525**.

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



**Item 1.01. Entry into a Material Definitive Agreement**

On December 7, 2005, the Committee appointed by the Board of Directors of Fossil, Inc. (the Company ) to administer the Fossil, Inc. and Affiliates Deferred Compensation Plan (the Plan ) adopted the First Amended and Restated Fossil, Inc. and Affiliates Deferred Compensation Plan (the Amended Plan ). The Amended Plan amends and restates the Plan, originally adopted on December 22, 1998, in order to comply with recent changes to Section 409A of the Internal Revenue Code of 1986, as amended, and to make certain other clarifying changes. The Amended Plan is a nonqualified, unfunded deferred compensation plan that permits a select group of management or highly compensated employees to defer the receipt of base salary and bonus.

The foregoing description of the Amended Plan is qualified in its entirety by the full text of such document, which is incorporated herein by reference and filed as an exhibit hereto.

**Item 9.01 Financial Statements and Exhibits.**

(d) *Exhibits*

The following exhibit is filed in accordance with the provisions of Item 601 of Regulation S-K:

10.1 First Amended and Restated Fossil, Inc. and Affiliates Deferred Compensation Plan

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: January 30, 2006

**FOSSIL, INC.**

By: /s/ Mike L. Kovar

Name: Mike L. Kovar

Title: Senior Vice President and  
Chief Financial Officer

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b>  |
|--------------------|---|
| 10.1               | First Amended and Restated Fossil, Inc. and Affiliates Deferred Compensation Plan |