

FOSSIL INC  
Form 8-K  
February 23, 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): **February 20, 2006**

**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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- 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 February 20, 2006, Fossil Partners, L.P. (the Borrower ), a subsidiary of Fossil, Inc. (the Company ), the Company and certain subsidiaries of the Company, as guarantors, executed a Second Amendment to Loan Agreement (the Second Amendment ) with Wells Fargo Bank, National Association, a national banking association ( Wells Fargo ), which amends that certain Loan Agreement, dated September 23, 2004, as amended by that certain First Amendment effective as of September 22, 2005 (the Loan Agreement ), in order to correct the Quick Ratio defined in Section 14(a) of the Loan Agreement. The Second Amendment is effective as of September 22, 2005.

The foregoing description of the Second Amendment 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 Second Amendment to Loan Agreement, by and among Wells Fargo Bank, National Association, a national banking association, Fossil Partners, L.P., Fossil, Inc., Fossil Intermediate, Inc., FossilTrust, Fossil Stores I, Inc., Arrow Merchandising, Inc. and Fossil Holdings, LLC, dated February 20, 2006 to be effective as of September 22, 2005.

**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: February 23, 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	Second Amendment to Loan Agreement, by and among Wells Fargo Bank, National Association, a national banking association, Fossil Partners, L.P., Fossil, Inc., Fossil Intermediate, Inc., Fossil Trust, Fossil Stores I, Inc., Arrow Merchandising, Inc. and Fossil Holdings, LLC, dated February 20, 2006 to be effective as of September 22, 2005.