

COTE RICHARD
Form 4
January 05, 2005

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 *
COTE RICHARD

(Last) (First) (Middle)

MOVADO GROUP INC, 650 FROM RD

(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)
01/03/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive V.P. - COO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 01/03/2005 | | M | | 40,000 A \$ 7.19 | 226,323 | D ⁽¹⁾ |
| Common Stock | 01/03/2005 | | F | | 23,557 D \$ 18.47 | 202,766 | D ⁽¹⁾ |
| Common Stock | 01/03/2005 | | M | | 40,000 A \$ 8.63 | 242,766 | D ⁽¹⁾ |
| Common Stock | 01/03/2005 | | F | | 25,393 D \$ 18.47 | 217,373 | D ⁽¹⁾ |
| Common Stock | 01/03/2005 | | M | | 40,000 A \$ 10.06 | 257,373 | D ⁽¹⁾ |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|------------------|
| Common Stock | 01/03/2005 | F | 27,516 | D | \$ 18.47 | 229,857 | D ⁽¹⁾ |
| Common Stock | 01/03/2005 | M | 40,000 | A | \$ 10.78 | 269,857 | D ⁽¹⁾ |
| Common Stock | 01/03/2005 | F | 28,585 | D | \$ 18.47 | 241,272 | D ⁽¹⁾ |

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

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.

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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 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) | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option | \$ 7.19 | 01/03/2005 | | M | | 40,000 | | 03/16/2004 | 03/16/2011 | Common Stock | 40,000 |
| Employee Stock Option | \$ 18.47 | 01/03/2005 | | A | | 23,557 | | 07/03/2005 | 03/16/2011 | Common Stock | 23,557 |
| Employee Stock Option | \$ 8.63 | 01/03/2005 | | M | | 40,000 | | 03/16/2004 | 03/16/2011 | Common Stock | 40,000 |
| Employee Stock Option | \$ 18.47 | 01/03/2005 | | A | | 25,393 | | 07/03/2005 | 03/16/2011 | Common Stock | 25,393 |
| Employee Stock Option | \$ 10.06 | 01/03/2005 | | M | | 40,000 | | 03/16/2004 | 03/16/2011 | Common Stock | 40,000 |
| Employee Stock Option | \$ 18.47 | 01/03/2005 | | A | | 27,516 | | 07/03/2005 | 03/16/2011 | Common Stock | 27,516 |
| Employee Stock Option | \$ 10.78 | 01/03/2005 | | M | | 40,000 | | 03/16/2004 | 03/16/2011 | Common Stock | 40,000 |

Employee
Stock
Option

\$ 18.47

01/03/2005

A

28,585

07/03/2005

03/16/2011

Common
Stock

28

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| COTE RICHARD MOVADO GROUP INC 650 FROM RD PARAMUS, NJ 07652 | X | | Executive V.P. - COO | |

Signatures

/s/ Richard Cote 01/05/2005

__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) The reporting person also has an indirect pecuniary interest in an additional 1,100 shares of common stock which are owned by a trust for the benefit of his children.

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.