Morelli Francis Anthony Form 4 April 01, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box

Form 5 obligations may continue. See Instruction

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(b).

(Last)

1. Name and Address of Reporting Person * Morelli Francis Anthony

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

MOVADO GROUP INC [MOV] 3. Date of Earliest Transaction

(Check all applicable)

C/O MOVADO GROUP, INC., 650

(First)

(Month/Day/Year) 03/29/2019

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

FROM ROAD, SUITE 375

(Street)

(State)

4. If Amendment, Date Original

Sr. VP Global Bus. Proc. & CIO 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

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

PARAMUS, NJ 07652

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Person

1. Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

(Middle)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I)

(Instr. 4)

Ownership (Instr. 4)

(A) Code V Amount (D) Price

Transaction(s) (Instr. 3 and 4)

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

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

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

Deriva

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	(A) o Disp (D)	or osed of r. 3, 4,					(Instr.
				Code	V (A) (D)) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Unit	<u>(1)</u>	03/29/2019		A	32.	03	(2)	(2)	Common Stock	32.03	\$

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Morelli Francis Anthony C/O MOVADO GROUP, INC. 650 FROM ROAD, SUITE 375 PARAMUS, NJ 07652

Sr. VP Global Bus. Proc. & CIO

Signatures

/s/ Mitchell C. Sussis, attorney-in-fact

04/01/2019

**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) Each share of phantom stock is the economic equivalent of one share of Movado Group, Inc. common stock.
- (2) Phantom stock units acquired under issuer's Deferred Compensation Plan distributable in equal annual installments for 10 years following date of reporting person's termination of employment with issuer.

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.

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