MICHNO TIMOTHY F

Form 4/A April 12, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB**

OMB APPROVAL

Washington, D.C. 20549 Check this box

3235-0287 Number:

if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or 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

1(b).

Common

Stock

04/06/2005

(Print or Type Responses)

1. Name and A MICHNO T	ddress of Reporting F IMOTHY F	Symbol	r Name and DO GRO				5. Relationship of Issuer	of Reporting Persected and applicable of the second	,
(Last)	(First) (M		f Earliest Tr Day/Year)	ansaction			Director		ó Owner
C/O MOVA FROM RD	DO GROUP INC		•				X_ Officer (gives		er (specify
	(Street)	4. If Ame	endment, Da	te Original	l		6. Individual or .	Joint/Group Filir	ng(Check
DADAMUC	NI 07/52	Filed(Mo 04/07/2	nth/Day/Year 005)			Applicable Line) _X_ Form filed by Form filed by	One Reporting Pe	
PARAMUS,	, NJ 07652						Person		
(City)	(State) (Zip) Tab	le I - Non-D	erivative S	Securi	ities Acc	quired, Disposed	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. Securion(A) or D (D) (Instr. 3,	4 and (A) or	d of 5) Price	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)
Common Stock	04/06/2005		M	3,200	A	\$ 4.25	7,198	D	

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

S

3,200 D

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

3,998

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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 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. Transacti Code (Instr. 8)	5. Number on f 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 4.25	04/06/2005		M	3,200	03/16/2005	03/16/2011	Common Stock	3,200

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

MICHNO TIMOTHY F C/O MOVADO GROUP INC 650 FROM RD PARAMUS, NJ 07652

Secretary

Signatures

/s/ Timothy F. 04/08/2005 Michno

**Signature of Date
Reporting Person

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).

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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