## Edgar Filing: BURNS JOHN C - Form 4

Form 4											
July 02, 200							PPROVAL				
FORM	OMB A OMB Number:	3235-0287									
Check th if no long subject to Section 1	states	IENT OF C	Washington, HANGES IN SECUR	Expires: Estimated	~						
Form 4 c Form 5 obligatio may cont	Form 4 orresponseForm 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,obligationsSection 17(a) of the Public Utility Holding Company Act of 1935 or Sectionsee Instruction30(h) of the Investment Company Act of 1940										
(Print or Type ]	Responses)										
1. Name and A BURNS JO	Address of Reporting HN C	Syr	mbol	Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer						
(It)	(Einst)			UP INC [MOV]	(Check all applicable)						
(Last) C/O MOVA FROM ROA	ADO GROUP, IN	(M	Date of Earliest Tr onth/Day/Year) /30/2008	ansaction	Director 10% Owner X Officer (give title Other (specify below) V.P., Treasurer						
	(Street)		If Amendment, Da ed(Month/Day/Year	-	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>						
PARAMUS	S, NJ 07652				Person	whole than one R	eporting				
(City)	(State)	(Zip)	Table I - Non-D	Derivative Securities A	Acquired, Disposed o	of, or Beneficia	lly Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code Year) (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or	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 (D) Price							
Reminder: Rep	port on a separate line	for each class o	of securities benef	information con required to resp	or indirectly. spond to the collect tained in this form ond unless the for ntly valid OMB con	are not m	SEC 1474 (9-02)				

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi

number.

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year	) (Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			(Instr.			
			Code V	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Unit	\$ 0	06/30/2008	А	30.72		<u>(1)</u>	<u>(1)</u>	Common Stock	30.72	\$ 19

## **Reporting Owners**

Reporting Owner Name / Addr	·ess	Relationships							
. O	Director	10% Owner	Officer	Other					
BURNS JOHN C C/O MOVADO GROUP, IN 650 FROM ROAD PARAMUS, NJ 07652	JC.		V.P., Treasurer						
Signatures									
/s/ John C. Burns	07/02/2008								

<u>\*\*</u>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) Phantom stock units acquired under issuer's Deferred Compensation Plan for \$19.80 /share. 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.