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

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 1)

Movado Group, Inc.

(Name of Issuer)

Common Stock, par value \$.01 per share

(Title of Class of Securities) 624580 10 6

(CUSIP Number)

Sonia Grinberg c/o Movado Group, Inc. 125 Chubb Avenue Lyndhurst, New Jersey 07071 201-460-4800

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

November 19, 1996 (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box / /.

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

[FN]

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 624580 10 6

Page 2 of 4 Pages

1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Sonia Grinberg

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Not Applicable (a) / /

(b) / /

- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS*
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

Not Applicable

CITIZENSHIP OR PLACE OF ORGANIZATION 6 United States

SOLE VOTING POWER

NUMBER OF

103,040

SHARES

BENEFICIALLY

SHARED VOTING POWER 8 34,779

OWNED BY? EACH

REPORTING

PERSON 9 SOLE DISPOSITIVE POWER WITH 103,040

> SHARED DISPOSITIVE POWER 10 34,799

- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 137,819
- CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN 12 SHARES* ${\tt 1,307,251}\ Shares\ beneficially\ owned\ by\ Mrs.\ Sonia\ Grinberg's\ husband$ as to which shares Mrs. Sonia Grinberg disclaims beneficial ownership.
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 3.86%

14 TYPE OF REPORTING PERSON*

 * SEE INSTRUCTIONS BEFORE FILLING OUT! INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7 (INCLUDING EXHIBITS) OF THE SCHEDULE AND THE SIGNATURE ATTESTATION

Item 1. Security and Issuer.

Common Stock, par value \$.01 per share

Movado Group, Inc. 125 Chubb Avenue Lyndhurst, NJ 07071

Item 5. Interest in Securities of the Issuer.

- thirty-seven thousand eight hundred nineteen (137,819) shares of Class A Common Stock, par value \$.01 per share ("Class A Common Stock"), which is convertible on a one-for-one basis into Common Stock, par value \$.01 per share, of the issuer (representing 3.86% of the issued and outstanding shares of the class of securities identified in Item 1). Of these shares of Class A Common Stock, one hundred three thousand forty (103,040) shares are owned individually by the Reporting Person, and thirty-four thousand seven hundred seventy-nine (34,779) shares are owned by the Grinberg Foundation, a non-profit corporation of which Mrs. Sonia Grinberg, her husband and Mr. Leonard Silverstein are the directors and officers. The Reporting Person expressly declares that the filing of this statement shall not be construed as an admission that the Reporting Person is, for the purposes of Section 13(d), the beneficial owner of any securities covered by this statement other than those shares individually owned by the Reporting Person.
- (b) The Reporting Person has sole voting and dispositive power with respect to the one hundred three thousand forty (103,040) shares of Class A Common Stock individually owned by the Reporting Person and shared voting and dispositive power with Messrs. Gedalio Grinberg and Leonard Silverstein with respect to the thirty-four thousand seven hundred seventy-nine (34,779) shares of Class A Common Stock owned by the Grinberg Foundation.
- (c) On November 19, 1996, the Reporting Person disposed of four hundred thousand (400,000) shares of the Class A Common Stock of the issuer by gift to her husband, Mr. Gedalio Grinberg.

(d) To the knowledge of the Reporting Person, no other person has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer. The Report Person is not a party to any contract, arrangement, understanding or relationship (legal or otherwise) with respect to any securities of the issuer, including but not limited to transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies.

Item 7. Material to be Filed as Exhibits. None.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

December 9, 1996

/s/ Sonia Grinberg ------Sonia Grinberg