

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM S-8
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

MOVADO GROUP, INC.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

NEW YORK
(State or other jurisdiction of
incorporation or organization)

13-2595932
(I.R.S. Employer
Identification Number)

650 FROM ROAD
PARAMUS, NEW JERSEY 07652
(Address, including Zip Code, of Registrant's Principal Executive Office)

MOVADO GROUP, INC. 1996 STOCK INCENTIVE PLAN
(Full title of the plan)

TIMOTHY F. MICHNO
GENERAL COUNSEL
MOVADO GROUP, INC.
650 FROM ROAD
PARAMUS, NEW JERSEY 07652
(201) 267-8000
(Name, Address and Telephone Number, including Area Code, of Agent for Service)

Copy to:
JUDITH R. THOYER, ESQ.
PAUL, WEISS, RIFKIND, WHARTON & GARRISON
1285 AVENUE OF THE AMERICAS
NEW YORK, NY 10019-6064
(212) 373-3000

CALCULATION OF REGISTRATION FEE

TITLE OF SECURITIES TO BE REGISTERED	AMOUNT TO BE REGISTERED	PROPOSED MAXIMUM OFFERING PRICE PER SHARE (1)	PROPOSED MAXIMUM AGGREGATE OFFERING PRICE (1)	AMOUNT OF REGISTRATION FEE
Common Stock, \$0.01 par value per share (2).....	1,500,000	\$19.92	\$29,880,000	\$2,749

- (1) Estimated solely for purposes of calculating the registration fee and calculated pursuant to Rule 457(c), based on the average of the high and low sales prices of the Common Stock on June 4, 2002 as reported on the Nasdaq National Market.
- (2) Represents Common Stock issuable under the Movado Group, Inc. 1996 Stock Incentive Plan.

EXPLANATORY NOTE

Pursuant to General Instruction E of Form S-8, the registrant, Movado Group, Inc. (the "Registrant"), is filing this registration statement with

respect to the issuance of an additional 1,500,000 shares of its Common Stock, par value \$0.01 per share (the "Common Stock"), under its 1996 Stock Incentive Plan (the "Plan"). On June 16, 1999, the Registrant filed a registration statement (the "Original Registration Statement") on Form S-8 (File No. 33-80789) with respect to the issuance of shares of Common Stock under the Plan. The contents of the Original Registration Statement are hereby incorporated in this registration statement by reference.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, Movado Group, Inc. certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Paramus, State of New Jersey on this 23rd day of May, 2001.

MOVADO GROUP, INC.

By: /S/ EFRAIM GRINBERG

Name: Efraim Grinberg
Title: President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated:

SIGNATURE	TITLE
/S/ EFRAIM GRINBERG ----- Efraim Grinberg	President and Chief Executive Officer (Principal Executive Officer)
/S/ GEDALIO GRINBERG ----- Gedalio Grinberg	Chairman of the Board of Directors
/S/ RICHARD J. COTE ----- Richard J. Cote	Executive Vice President and Chief Operating Officer
/S/ EUGENE KARPOVICH ----- Eugene Karpovich	Senior Vice President and Chief Financial Officer (Chief Financial Officer and Principal Accounting Officer)
/S/ MARGARET HAYES ADAME ----- Margaret Hayes Adame	Director
/S/ DONALD ORESMAN ----- Donald Oresman	Director
/S/ LEONARD L. SILVERSTEIN ----- Leonard L. Silverstein	Director
/S/ ALAN H. HOWARD ----- Alan H. Howard	Director

EXHIBIT INDEX

EXHIBIT NUMBER -----		DESCRIPTION OF EXHIBIT -----	SEQUENTIAL PAGE NUMBER -----
5	--	Opinion of Timothy F. Michno regarding legality of the securities being registered	
23(a)	--	Consent of PricewaterhouseCoopers LLP	
23(b)	--	Consent of Timothy F. Michno (included in the opinion filed as Exhibit 5)	
24	--	Power of Attorney	

[LETTERHEAD OF MOVADO GROUP]

June 4, 2002

Movado Group, Inc.
650 From Road
Paramus, NJ 07071

Ladies and Gentlemen:

I am counsel to Movado Group, Inc., a New York corporation (the "Company"), and I am rendering this opinion in connection with the proposed issuance of up to 1,500,000 shares (the "Shares") of Common Stock, par value \$0.01 per share, of the Company under the Company's 1996 Stock Incentive Plan (the "1996 Plan") and the registration of the Shares on the Registration Statement on Form S-8 (the "Registration Statement"), filed by the Company under the Securities Act of 1933, as amended.

I have examined the Registration Statement and the prospectuses related to the 1996 Plan. In addition, I have examined, and have relied as to matters of fact upon, original or copies, certified or otherwise identified to my satisfaction, of such corporate records, agreements, documents and other instruments and such certificates or comparable documents of public officials and of officers and representatives of the Company, and have made such other and further investigations, as I have deemed relevant and necessary as a basis for the opinion hereinafter set forth.

In such examination, I have assumed the genuineness of all signatures, the legal capacity of natural persons, the authenticity of all documents submitted to me as originals, the conformity to original documents of all documents submitted to me as certified or photostatic copies, and the authenticity of the originals of such latter documents.

Based upon the foregoing, and subject to the qualifications and limitations stated herein, I hereby advise you that in my opinion:

1. The Shares have been duly authorized by the Company and, when issued in accordance with the terms of the 1996 Plan, will be validly issued, fully paid and nonassessable.

I am a member of the Bar of the State of New York and do not express any opinion herein concerning any law other than the law of the State of New York and the federal law of the United States.

This opinion is rendered to you in connection with the above described transactions. This opinion may not be relied upon by you for any other purpose, or relied upon by or furnished to, any other person, firm or corporation without my prior written consent.

I hereby consent to the filing of this opinion of counsel as Exhibit 5 to the Registration Statement.

Very truly yours,

/S/ TIMOTHY F. MICHNO

Timothy F. Michno
General Counsel

CONSENT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

We hereby consent to the incorporation by reference in this Registration Statement on Form S-8 of Movado Group, Inc. of our report dated March 15, 2002 relating to the financial statements and financial statement schedule, which appears in Movado Group Inc.'s Annual Report on Form 10-K for the fiscal year ended January 31, 2002.

/S/ PRICEWATERHOUSE COOPERS LLP

Florham Park, New Jersey

May 28, 2002

POWER OF ATTORNEY

The undersigned Directors of Movado Group, Inc., a New York corporation which proposes to file with the Securities and Exchange Commission, Washington, D.C. under the provisions of the Securities Act of 1933, as amended, a Registration Statement on Form S-8 with respect to certain shares of its common stock to be issued to employees and certain non-employees pursuant to the Corporation's 1996 Stock Incentive Plan, hereby constitutes and appoints Efraim Grinberg, Richard J. Cole and Timothy Michno, and each of them as his or her attorney, with full power of substitution and resubstitution, for and in his or her name, place and stead, to sign and file the proposed Registration Statement and any and all amendments and exhibits thereto, and any and all applications and other documents to be filed with the Securities and Exchange Commission pertaining to such securities or such registration, with full power and authority to do and perform any and all acts and things whatsoever requisite and necessary to be done in the premises, hereby ratifying and approving the acts of such attorney or any such substitute.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 23rd day of May, 2002.

NAME ----	DATE ----
/S/ GEDALIO GRINBERG ----- Gedalio Grinberg	May 23, 2002
/S/ MARGARET HAYES ADAME ----- Margaret Hayes Adame	May 23, 2002
/S/ DONALD ORESMAN ----- Donald Oresman	May 23, 2002
/S/ LEONARD L. SILVERSTEIN ----- Leonard L. Silverstein	May 23, 2002
/S/ ALAN H. HOWARD ----- Alan H. Howard	May 23, 2002