MOVIE STAR INC /NY/

Form 4

January 04, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

Expires:

3235-0287 January 31,

2005

0.5

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Check this box

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).

(Print or Type Responses)

1. Name and Address of Reporting Person * EISEL JOHN L

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

MOVIE STAR INC /NY/ [MSI]

(Month/Day/Year)

01/04/2007

(First) (Middle) (Last)

(Street)

(State)

3. Date of Earliest Transaction

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

C/O MOVIE STAR, INC., 1115 BROADWAY, 11TH FLOOR

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

(Zip)

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

below)

NEW YORK, NY 10010

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) any

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

6. Ownership 7. Nature of 5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported

D

(A) or Amount (D)

Transaction(s) (Instr. 3 and 4) Price

Common 01/04/2007 Stock

\$ Α 6,369 A 1.57 78,897 (1)

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

(Month/Day/Year)

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.

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

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| 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) | Code (Instr. 8) | 5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) | 5 | ate | Amou Under Secur | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Title Number of Shares | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|---|---|--------------------------------------|---|--------------------|--|---|--------------------|------------------------|---|---|--|
| | | | | | (Instr. 3, 4, and 5) | | Expiration Date | Title | | | |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

EISEL JOHN L C/O MOVIE STAR, INC. 1115 BROADWAY, 11TH FLOOR

NEW YORK, NY 10010

Signatures

John L. Eisel 01/04/2007

**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).

Shares issued under the Company's Non-Employee Director Compensation Plan as compensation for services rendered to the Company during the fiscal quarter ended December 31, 2006 and based upon the closing price of the Company's common stock on December 29, 2006.

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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