Crocs, Inc. Form 4 May 16, 2007

FORM 4

Form 5

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

Check this box if no longer subject to Section 16. Form 4 or

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

obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * SNYDER RONALD R

> (First) (Middle)

C/O CROCS, INC., 6328 MONARCH PARK PLACE

(Street)

2. Issuer Name and Ticker or Trading Symbol

Crocs, Inc. [CROX]

3. Date of Earliest Transaction (Month/Day/Year)

05/14/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(Check all applicable)

_X__ Director 10% Owner X_ Officer (give title Other (specify below)

CEO and President

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

NIWOT, CO 80503

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secur	ities Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	05/14/2007		S	2,000	D	\$ 70.96	883,875 <u>(1)</u>	D	
Common Stock	05/14/2007		S	10,000	D	\$ 71	873,875	D	
Common Stock	05/14/2007		S	4,500	D	\$ 71.01	869,375	D	
Common Stock	05/14/2007		S	7,000	D	\$ 71.04	862,375	D	
Common Stock	05/14/2007		S	7,500	D	\$ 71.07	854,875	D	

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Common Stock	05/14/2007	S	4,100	D	\$ 71.1	850,775	D
Common Stock	05/14/2007	S	5,000	D	\$ 71.2	845,775	D
Common Stock	05/14/2007	S	5,000	D	\$ 71.26	840,775	D
Common Stock	05/14/2007	S	7,000	D	\$ 71.33	833,775	D
Common Stock	05/14/2007	S	8,000	D	\$ 71.4	825,775	D
Common Stock	05/14/2007	S	5,000	D	\$ 71.41	820,775	D
Common Stock	05/14/2007	S	9,500	D	\$ 71.43	811,275	D
Common Stock	05/14/2007	S	12,500	D	\$ 71.44	798,775	D
Common Stock	05/14/2007	S	5,000	D	\$ 71.47	793,775	D
Common Stock	05/14/2007	S	21,815	D	\$ 71.5	771,960	D
Common Stock	05/14/2007	S	600	D	\$ 71.51	771,360	D
Common Stock	05/14/2007	S	1,000	D	\$ 71.53	770,360	D
Common Stock	05/14/2007	S	500	D	\$ 71.54	769,860	D
Common Stock	05/14/2007	S	500	D	\$ 71.55	769,360	D
Common Stock	05/14/2007	S	1,200	D	\$ 71.59	768,160	D

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

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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.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e	Securities	(Instr. 5)	Bene

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Own

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Shares

Derivative Securities (Instr. 3 and 4) Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date or Number of

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SNYDER RONALD R C/O CROCS, INC. 6328 MONARCH PARK PLACE NIWOT, CO 80503

X CEO and President

Signatures

John Gaddis, Attorney o5/16/2007 in Fact

**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) Includes 73,020 shares of common stock issued since February 7, 2006 pursuant to the vesting terms of a restricted stock award reported on Form 3 filed February 7, 2006.

Remarks:

Part 1 (of 3)

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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