

Crocs, Inc.
Form 4
May 10, 2007

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
MARKS MICHAEL E

(Last) (First) (Middle)

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

(Street)

NIWOT 80503

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Crocs, Inc. [CROX]

3. Date of Earliest Transaction
(Month/Day/Year)
05/08/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of 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	(A) or (D)	Price			
Common Stock	05/08/2007		S		1,600	D	\$ 68.8569	1,016,559	I	By WB Investors <u>(1)</u>
Common Stock	05/08/2007		S		1,700	D	\$ 68.8582	1,014,859	I	By WB Investors <u>(1)</u>
Common Stock	05/08/2007		S		2,375	D	\$ 68.8703	1,012,484	I	By WB Investors <u>(1)</u>
Common Stock	05/08/2007		S		800	D	\$ 68.8825	1,011,684	I	By WB Investors

Edgar Filing: Crocs, Inc. - Form 4

Common Stock	05/08/2007	S	4,300	D	\$ 68.89	1,007,384	I	<u>(1)</u> By WB Investors
Common Stock	05/08/2007	S	600	D	\$ 68.8967	1,006,784	I	<u>(1)</u> By WB Investors
Common Stock	05/08/2007	S	2,000	D	\$ 68.899	1,004,784	I	<u>(1)</u> By WB Investors
Common Stock	05/08/2007	S	13,100	D	\$ 68.9	991,684	I	<u>(1)</u> By WB Investors
Common Stock	05/08/2007	S	1,500	D	\$ 68.9047	990,184	I	<u>(1)</u> By WB Investors
Common Stock	05/08/2007	S	2,600	D	\$ 68.9608	987,584	I	<u>(1)</u> By WB Investors
Common Stock	05/08/2007	S	24,600	D	\$ 69	962,984	I	<u>(1)</u> By WB Investors
Common Stock	05/08/2007	S	3,130	D	\$ 69.0264	959,854	I	<u>(1)</u> By WB Investors
Common Stock	05/08/2007	S	2,400	D	\$ 69.0642	957,454	I	<u>(1)</u> By WB Investors
Common Stock	05/08/2007	S	50	D	\$ 69.1	957,404	I	<u>(1)</u> By WB Investors

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned
--	---	--------------------------------------	--	--------------------------------	------------------------------------	--	---	--	---

Security

Acquired
(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

Follo
Repor
Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
------	---	-----	-----	---------------------	--------------------	-------	--

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARKS MICHAEL E C/O CROCS, INC. 6328 MONARCH PARK PLACE NIWOT 80503	X			

Signatures

/s/ John W. Gaddis, Attorney-in-Fact	05/10/2007
**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).
- The reporting person disclaims beneficial ownership of these securities except to the extent that the reporting person is deemed to have a
- (1) pecuniary interest in the securities, and this report shall not be deemed an admission that the reporting person is the beneficial owners of such securities for purposes of Section 16 or for any other purpose.
- 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.