Crocs, Inc. Form 4 August 02, 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

(Print or Type Responses)

FRASCH RONALD

2. Issuer Name and Ticker or Trading

**OMB APPROVAL** 

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to Issuer Symbol Crocs, Inc. [CROX] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner Officer (give title Other (specify C/O CROCS, INC., 6328 07/31/2007 below) MONARCH PARK PLACE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting NIWOT, CO 80503

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative (	Securi	ities Acqu	nired, 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. Transactio Code (Instr. 8)	4. Securities Acquired or(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	07/31/2007		M	15,000	A	\$ 19.61	15,000	D	
Common Stock	07/31/2007		S	192	D	\$ 59.75	14,808	D	
Common Stock	07/31/2007		S	2,804	D	\$ 59.76	12,004	D	
Common Stock	07/31/2007		S	1,496	D	\$ 59.77	10,508	D	
Common Stock	07/31/2007		S	300	D	\$ 59.78	10,208	D	

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Common Stock	07/31/2007	S	200	D	\$ 59.8	10,008	D
Common Stock	07/31/2007	S	100	D	\$ 59.81	9,908	D
Common Stock	07/31/2007	S	4,800	D	\$ 59.85	5,108	D
Common Stock	07/31/2007	S	1,400	D	\$ 59.86	3,708	D
Common Stock	07/31/2007	S	600	D	\$ 59.87	3,108	D
Common Stock	07/31/2007	S	400	D	\$ 59.88	2,708	D
Common Stock	07/31/2007	S	100	D	\$ 59.89	2,608	D
Common Stock	07/31/2007	S	1,000	D	\$ 59.92	1,608	D
Common Stock	07/31/2007	S	100	D	\$ 59.93	1,508	D
Common Stock	07/31/2007	S	604	D	\$ 59.95	904	D
Common Stock	07/31/2007	S	904	D	\$ 59.97	0	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not 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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	4. 5. Number of		6. Date Exercisable and		7. Title and Amount of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative			Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	Securities		(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)					
	Derivative				or Dispose	d of				
	Security				(D)					
					(Instr. 3, 4,					
					and 5)					
										Amount
						I	Date	Expiration	m: .1	or
						I	Exercisable	Date	Title	Number
				Code V	(A) (D	))				of Shares
Employee	\$ 19.61	07/31/2007		M	15,0	000	(2)	10/29/2013	Common	15,000
Stock	<u>(1)</u>				(1)		_		Stock	-,

(9-02)

Option (Right to Buy)

## **Reporting Owners**

Reporting Owner Name / Address Relationships

X

Director 10% Owner Officer Other

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

**Signatures** 

/s/ Jason Day, Attorney in Fact 08/02/2007

\*\*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).
- (1) This option was previously reported as covering 40,000 shares at an exercise price of \$39.22 per share, but was adjusted to reflect the stock split that occurred on June 15, 2007.
- (2) Of the 65,000 options remaining, 5,000 are currently vested. The 60,000 unvested options will vest in three equal installments on the dates of the next three annual meetings of stockholders.

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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