

MARKS MICHAEL E
Form 4
August 23, 2007

FORM 4

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

OMB APPROVAL

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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)

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)
08/21/2007

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)
				(A) or (D) Code V Amount (D) Price			
Common Stock	08/21/2007		S	6,800 D \$ 56.5	1,308,008	I	By WB Investors (1)
Common Stock	08/21/2007		S	200 D \$ 56.51	1,307,808	I	By WB Investors (1)
Common Stock	08/21/2007		S	2,900 D \$ 56.52	1,304,908	I	By WB Investors (1)
Common Stock	08/21/2007		S	5,730 D \$ 56.53	1,299,178	I	By WB Investors

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Common Stock	08/21/2007	S	1,000	D	\$ 56.54	1,298,178	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	3,000	D	\$ 56.55	1,295,178	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	3,500	D	\$ 56.56	1,291,678	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	9,606	D	\$ 56.57	1,282,072	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	4,700	D	\$ 56.58	1,277,372	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	1,900	D	\$ 56.59	1,275,472	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	3,764	D	\$ 56.6	1,271,708	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	1,300	D	\$ 56.61	1,270,408	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	5,000	D	\$ 56.62	1,265,408	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	6,100	D	\$ 56.63	1,259,308	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	4,613	D	\$ 56.64	1,254,695	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	3,100	D	\$ 56.65	1,251,595	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	800	D	\$ 56.66	1,250,795	I	<u>(1)</u> By WB Investors
Common Stock	08/21/2007	S	7,400	D	\$ 56.67	1,243,395	I	<u>(1)</u> By WB Investors

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Common Stock	08/21/2007	S	700	D	\$ 56.68	1,242,695	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	4,900	D	\$ 56.69	1,237,795	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	5,863	D	\$ 56.7	1,231,932	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	2,500	D	\$ 56.71	1,229,432	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	1,674	D	\$ 56.72	1,227,758	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	2,400	D	\$ 56.74	1,225,358	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	1,400	D	\$ 56.75	1,223,958	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	1,000	D	\$ 56.76	1,222,958	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	2,200	D	\$ 56.77	1,220,758	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	400	D	\$ 56.78	1,220,358	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	1,150	D	\$ 56.79	1,219,208	I	By WB Investors <u>(1)</u>
Common Stock	08/21/2007	S	200	D	\$ 56.81	1,219,008	I	By WB Investors <u>(1)</u>

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

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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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

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/ Erik Rebich, Attorney
in Fact 08/23/2007

**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 the reporting person is deemed to have a pecuniary interest in the securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

Remarks:

Part 1 (of 2)

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