

SNYDER RONALD R
Form 4
October 03, 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 *
SNYDER RONALD R

(Last) (First) (Middle)

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

(Street)

NIWOT, CO 80503

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/01/2007

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)
CEO and President

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)	(A) or (D)	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)
Common Stock	10/01/2007		A	31,304	A	\$ 0 ⁽¹⁾ 64,464	I	By spouse ⁽²⁾
Common Stock	10/01/2007		S ⁽³⁾	3,427	D	\$ 66.49 61,037	I	By spouse ⁽²⁾
Common Stock	10/01/2007		S ⁽³⁾	6,093	D	\$ 66.5 54,944	I	By spouse ⁽²⁾
Common Stock	10/01/2007		S ⁽³⁾	8,187	D	\$ 66.51 46,757	I	By spouse ⁽²⁾
Common Stock	10/01/2007		S ⁽³⁾	5,331	D	\$ 66.52 41,426	I	By spouse ⁽²⁾

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Common Stock	10/01/2007	<u>S</u> (3)	9,139	D	\$ 66.53	32,287	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	7,616	D	\$ 66.55	24,671	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	3,808	D	\$ 66.6	20,863	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	1,714	D	\$ 66.61	19,149	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	2,094	D	\$ 66.62	17,055	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	1,142	D	\$ 66.64	15,913	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	1,634	D	\$ 66.8	14,279	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	952	D	\$ 66.88	13,327	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	3,808	D	\$ 66.9	9,519	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	2,170	D	\$ 67	7,349	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	38	D	\$ 67.03	7,311	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	76	D	\$ 67.04	7,235	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	1,524	D	\$ 67.09	5,711	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	1,142	D	\$ 67.19	4,569	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	952	D	\$ 67.21	3,617	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	381	D	\$ 67.36	3,236	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	952	D	\$ 67.4	2,284	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	1,142	D	\$ 67.62	1,142	I	By spouse (2)
Common Stock	10/01/2007	<u>S</u> (3)	1,142	D	\$ 67.72	0	I	By spouse (2)
Common Stock	10/01/2007	M	9,734	A	\$ 0	696,030	D	
						23,362	I	

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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.

- (3) The shares were sold pursuant to a sales plan adopted by the reporting person's spouse on September 14, 2007 and intended to comply with Rule 10b5-1 under the Securities Exchange Act of 1934.
- (4) The 107,032 unvested shares of restricted stock will vest in 11 successive monthly installments on the first day of each month ending on September 1, 2008, provided that the reporting person remains employed by the issuer as of each issuance date.

- This Form 4 updates the number of shares of restricted stock held by the reporting person under a Restricted Stock Award granted on April 27, 2005 and reported on Form 3 filed February 7, 2006. Since February 7, 2006, 194,718 shares of common stock (adjusted for the 2-for-1 stock split that occurred on June 15, 2007) have been issued to the reporting person pursuant to the Restricted Stock Award, as reported on previous Forms 4. 107,032 shares of restricted stock remain unvested under the terms of the Restricted Stock Award.
- (5)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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