

K2 INC
Form 10-K/A
March 15, 2004

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 10-K/A

Amendment No. 1

ANNUAL REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the Year Ended December 31, 2003

Commission File No. 1-4290

K2 INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

95-2077125
(I.R.S. Employer Identification No.)

2051 Palomar Airport Road
Carlsbad, California
(Address of principal executive offices)

92009
(Zip Code)

Registrant's telephone number, including area code (760) 494-1000

Securities registered pursuant to Section 12(b) of the Act:

| <u>Title of each class</u> | <u>Name of each exchange on which registered</u> |
|---------------------------------------|--|
| Common Stock, par value \$1 per share | New York Stock Exchange |

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Series A Preferred Stock Purchase Rights

Pacific Exchange
New York Stock Exchange
Pacific Exchange

Securities registered pursuant to Section 12(g) of the Act:

None

Indicate by an whether the registrant has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months, and has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Act). Yes No

The aggregate market value of the voting stock of the registrants held by nonaffiliates was approximately \$330,152,090 as of June 30, 2003, which is the last business day of the registrant's most recently completed second fiscal quarter.

Indicate the number of shares outstanding of each of the issuer's classes of common stock as of February 25, 2004.

Common Stock, par value \$1

34,874,652 Shares

Documents Incorporated by Reference

Portions of the proxy statement for the Annual Meeting of Shareholders to be held May 13, 2004 are incorporated by reference in Part III.

EXPLANATORY NOTE

This Amendment No. 1 to Form 10-K for the year ended December 31, 2003, as filed with the Securities and Exchange Commission on March 12, 2004, is being filed solely to include Exhibit 12 (Statement of Computation of Ratio of Earnings to Fixed Charges). This Exhibit was inadvertently omitted from the original filing of the Annual Report on Form 10-K for the year ended December 31, 2003. This amendment does not change the previously reported financial statements and other financial disclosures.

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Steven J. Green

/s/ ROBIN E. HERNREICH

Director

March 12, 2004

Robin E. Hernreich

/s/ LOU HOLTZ

Director

March 12, 2004

Lou Holtz

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| <u>Signature</u> | <u>Title</u> | <u>Date</u> |
|---|--------------|----------------|
| <hr/> <i>/s/ STEWART M. KASEN</i> Stewart M. Kasen | Director | March 12, 2004 |
| <hr/> <i>/s/ ALFRED E. OSBORNE, JR.</i> Alfred E. Osborne, Jr. | Director | March 12, 2004 |
| <hr/> <i>/s/ DAN QUAYLE</i> Dan Quayle | Director | March 12, 2004 |
| <hr/> <i>/s/ EDWARD F. RYAN</i> Edward F. Ryan | Director | March 12, 2004 |