#### MARGOLIS MICHAEL C

Form 4 April 09, 2007

### FORM 4

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

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

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

Symbol

Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

Form 4 or

subject to

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

MARGOLIS MICHAEL C

			Crocs, Inc. [CROX]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	f Earliest Tr	ansaction			(Check all applicable)			
C/O CPOC	C INC 6220		(Month/D	•				DirectorX Officer (give		Owner er (specify	
			04/03/2	05/2007				below) below)			
MONARCH PARK PLACE								VP - Sales & Marketing			
(Street) 4. If Ame				endment, Date Original				6. Individual or Joint/Group Filing(Check			
	Filed(Month/Day/Year)							Applicable Line)			
NIWOT, CO 80503								_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction I	Date 2A. De	emed	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
			ion Date, if				Securities	Form: Direct			
(Instr. 3)		any (Month	n/Day/Year)	(Instr. 8)	Code (Instr. 3, 4 and 5) (Instr. 8)			Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership	
			<b>.</b>	(,	· ·			Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
						or		(Instr. 3 and 4)			
Camman				Code V	Amount	(D)	Price	,			
Common Stock	04/05/2007			M	6,500	A	\$ 5.69	34,529	D		
Common Stock	04/05/2007			S <u>(1)</u>	6,500	D	\$ 52.05	28,029	D		
Stock							32.03				
Common								• • • •		Ву	
Stock								200	I	daughter (2)	

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 (9-02)required to respond unless the form

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# 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 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. Transacti Code (Instr. 8)	5. Number or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 5.69	04/05/2007		M	6,500	(3)	07/31/2015	Common Stock	6,500

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
MARGOLIS MICHAEL C							
C/O CROCS, INC.			VP - Sales				
6328 MONARCH PARK PLACE			& Marketing				
NIWOT, CO 80503							

### **Signatures**

/s/ John Gaddis,
Attorney-in-Fact

\*\*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) The shares reported on this Form 4 were sold pursuant to a sales plan adopted by the reporting person on November 29, 2006 and intended to comply with Rule 10b5-1 under the Securities Exchange Act of 1934.
- The reporting person disclaims beneficial ownership of these securities except to the extent that the reporting person is deemed to have a pecunicary 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) Of the 127,683 options remaining, 5,168 are currently vested. The option shares will vest in a series of 22 equal monthly installments. The option is subject to early exercise.

Reporting Owners 2

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