

Crocs, Inc.  
Form 4/A  
June 21, 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SHARP RICHARD L**

(Last) (First) (Middle)

**9020 STONY POINT PARKWAY,  
SUITE 180**

(Street)

**RICHMOND, VA 23235**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/10/2007**

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
**05/14/2007**

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/10/2007		S		500 <sup>(1)</sup>	D	\$ 70.25
					99,500	I	
							By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007		S		418	D	\$ 70.26
					99,082	I	
							By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007		S		1,000	D	\$ 70.27
					98,082	I	
							By RLS 2000

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								Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	400	D	\$ 70.28	97,682	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	800	D	\$ 70.29	96,882	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	300	D	\$ 70.3	96,582	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	700	D	\$ 70.31	95,882	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	600	D	\$ 70.32	95,282	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	1,200	D	\$ 70.33	94,082	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	200	D	\$ 70.34	93,882	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	3,100	D	\$ 70.35	90,782	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	2,244	D	\$ 70.36	88,538	I	By RLS 2000 Charitable

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Common Stock	05/10/2007	S	1,214	D	\$ 70.37	87,324	I	Remainder Unitrust <sup>(2)</sup>  By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	800	D	\$ 70.39	86,524	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	200	D	\$ 70.41	86,324	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	100	D	\$ 70.42	86,224	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	200	D	\$ 70.43	86,024	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	100	D	\$ 70.44	85,924	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	2,900	D	\$ 70.45	83,024	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	200	D	\$ 70.46	82,824	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	300	D	\$ 70.47	82,524	I	By RLS 2000 Charitable Remainder

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Common Stock	05/10/2007	S	7,792	D	\$ 70.5	74,732	I	Unitrust <sup>(2)</sup> By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	1,100	D	\$ 70.51	73,632	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	800	D	\$ 70.52	72,832	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	1,800	D	\$ 70.53	71,032	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	2,185	D	\$ 70.54	68,847	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	12,637	D	\$ 70.55	56,210	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	2,300	D	\$ 70.56	53,910	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	1,900	D	\$ 70.57	52,010	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>
Common Stock	05/10/2007	S	1,245	D	\$ 70.58	50,765	I	By RLS 2000 Charitable Remainder Unitrust <sup>(2)</sup>

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

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(9-02)

**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. 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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

SHARP RICHARD L  
9020 STONY POINT PARKWAY, SUITE 180 X  
RICHMOND, VA 23235

## Signatures

/s/ John Gaddis,  
Attorney-in-Fact 06/21/2007

\_\_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) The Form 4 originally filed on May 14, 2007 reported the aggregate number of securities sold by the reporting person and disclosed the average sales price. This amended Form 4 reports each transaction executed on May 10, 2007, aggregated by price. Because the transactions reported herein were executed prior to June 15, 2007, the securities and sale prices reported in this amended Form 4 have not been updated to reflect the stock split that occurred on June 15, 2007.

(2) 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)

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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