

MARKS MICHAEL E

Form 4

August 03, 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
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(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)
08/01/2007

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)

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 | 08/02/2007 | | S | | 500 | D \$ 59.34 | 1,404,008 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | | S | | 12,607 | D \$ 59.35 | 1,391,401 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | | S | | 2,693 | D \$ 59.36 | 1,388,708 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | | S | | 2,300 | D \$ 59.37 | 1,386,408 | I | By WB Investors |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|-----------|---|-------------------------------|
| Common Stock | 08/02/2007 | S | 3,000 | D | \$ 59.38 | 1,383,408 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 2,600 | D | \$ 59.39 | 1,380,808 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 500 | D | \$ 59.4 | 1,380,308 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 100 | D | \$ 59.41 | 1,380,208 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 800 | D | \$ 59.42 | 1,379,408 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 200 | D | \$ 59.43 | 1,379,208 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 900 | D | \$ 59.44 | 1,378,308 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 600 | D | \$ 59.45 | 1,377,708 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 100 | D | \$ 59.46 | 1,377,608 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 700 | D | \$ 59.47 | 1,376,908 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 400 | D | \$ 59.48 | 1,376,508 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 384 | D | \$ 59.49 | 1,376,124 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 600 | D | \$ 59.5 | 1,375,524 | I | <u>(2)</u> By WB Investors |
| Common Stock | 08/02/2007 | S | 300 | D | \$ 59.51 | 1,375,224 | I | <u>(2)</u> By WB Investors |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------|-----------|---|------------------------|
| Common Stock | 08/02/2007 | S | 116 | D | \$ 59.52 | 1,375,108 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 200 | D | \$ 59.53 | 1,374,908 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 1,600 | D | \$ 59.55 | 1,373,308 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 100 | D | \$ 59.56 | 1,373,208 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 100 | D | \$ 59.57 | 1,373,108 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 2,900 | D | \$ 59.58 | 1,370,208 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 3,000 | D | \$ 59.59 | 1,367,208 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 13,800 | D | \$ 59.6 | 1,353,408 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 2,300 | D | \$ 59.61 | 1,351,108 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 7,490 | D | \$ 59.62 | 1,343,618 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 1,300 | D | \$ 59.63 | 1,342,318 | I | By WB Investors (2) |
| Common Stock | 08/02/2007 | S | 4,695 | D | \$ 59.64 | 1,337,623 | I | By WB Investors (2) |

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

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SEC 1474
(9-02)

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. Number of Derivative Securities Beneficial 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 |
| MARKS MICHAEL E C/O CROCS, INC. 6328 MONARCH PARK PLACE NIWOT 80503 | X | | | |

Signatures

/s/ Erik Rebich, Attorney
in Fact

08/03/2007

****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 2 (of 3)

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