

CROGHAN RAYMOND D  
Form 4  
January 05, 2007

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CROGHAN RAYMOND D

(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  
Cros, Inc. [CROX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/03/2007

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	01/03/2007		S <sup>(1)</sup>		614 \$ 43	D	151,128
Common Stock	01/03/2007		S <sup>(1)</sup>		552 \$ 43.01	D	150,576
Common Stock	01/03/2007		S <sup>(1)</sup>		614 \$ 43.02	D	149,962
Common Stock	01/03/2007		S <sup>(1)</sup>		1,288 \$ 43.03	D	148,674
Common Stock	01/03/2007		S <sup>(1)</sup>		978 \$ 43.04	D	147,696

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Common Stock	01/03/2007	S <sup>(1)</sup>	1,841	D	\$ 43.05	145,855	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	614	D	\$ 43.06	145,241	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	614	D	\$ 43.07	144,627	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	614	D	\$ 43.1	144,013	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	859	D	\$ 43.23	143,154	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	982	D	\$ 43.29	142,172	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	1,534	D	\$ 43.5	140,638	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	614	D	\$ 43.52	140,024	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	614	D	\$ 43.67	139,410	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	306	D	\$ 44.13	139,104	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	1,840	D	\$ 44.37	137,264	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	951	D	\$ 44.56	136,313	D	
Common Stock	01/03/2007	S <sup>(1)</sup>	4,571	D	\$ 44.69	131,742	D	
Common Stock						9,240	I	By trust <sup>(2)</sup>
Common Stock						9,240	I	By trust <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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned
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Derivative Security	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Instr. 3 and 4)		Code	V	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	(A)	(D)	(Instr. 3 and 4)	(Instr. 3 and 4)						

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROGHAN RAYMOND D C/O CROCS, INC. 6328 MONARCH PARK PLACE NIWOT, CO 80503		X		

## Signatures

/s/ John Gaddis, Attorney-in-Fact	01/05/2007
**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) These sales were executed under the terms of a sales plan adopted by the reporting person on November 30, 2006 and intended to comply with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- The reporting person disclaims beneficial ownership of these securities except to the extent that 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 any other purpose.
- (2)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.