

Crocs, Inc.  
Form 3  
May 13, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Å Rebich Erik		(Month/Day/Year)	Crocs, Inc. [CROX]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		05/05/2008		
6328 MONARCH PARK PLACE			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
NIWOT, Å CO Å 80205			V.P., Gen. Counsel and Sec.	
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	165,212	D	Å

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	01/01/2015	Common Stock	29,124	\$ 0.85	D	Â
Employee Stock Option (Right to Buy)	Â (2)	02/06/2016	Common Stock	17,520	\$ 10.5	D	Â
Employee Stock Option (Right to Buy)	Â (3)	01/08/2017	Common Stock	29,998	\$ 22.92	D	Â
Employee Stock Option (Right to Buy)	Â (4)	01/03/2018	Common Stock	30,000	\$ 32.75	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rebich Erik 6328 MONARCH PARK PLACE NIWOT, CO 80205	Â	Â	Â V.P., Gen. Counsel and Sec.	Â

## Signatures

/s/ Anne DeMarco, Attorney in Fact 05/13/2008

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Twenty-five percent (25%) of the option shares vest and become exercisable on January 1, 2006. Thereafter, the remaining options vest and become exercisable in thirty-six (36) successive equal monthly installments upon optionee's completion of each additional month of continuous service with the issuer.
  - (2) Twenty-five percent (25%) of the option shares vest and become exercisable on January 1, 2007. Thereafter, the remaining options vest and become exercisable in thirty-six (36) successive equal monthly installments upon optionee's completion of each additional month of continuous service with the issuer.
  - (3) Twenty-five percent (25%) of the option shares vest and become exercisable on January 9, 2008. Thereafter, the remaining options vest and become exercisable in thirty-six (36) successive equal monthly installments upon optionee's completion of each additional month of continuous service with the issuer.
  - (4) Twenty-five percent (25%) of the option shares vest and become exercisable on January 4, 2009. Thereafter, the remaining options vest and become exercisable in thirty-six (36) successive equal monthly installments upon optionee's completion of each additional month of continuous service with the issuer.

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.