Hammer Russell Form 4 June 14, 2010

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

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

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Hammer Russell			2. Issuer Name Symbol	and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			Crocs, Inc. [C	CROX]					
(Last)	(First)	(Middle)	3. Date of Earlie	st Transaction					
			(Month/Day/Yea	ar)	Director	10%			
6328 MON	IARCH PARI	X PLACE	06/10/2010		_X_ Officer (give to below) SVP/Chief	tle Othe below) Financial Off	` 1		
(Street) NIWOT, CO 80503			4. If Amendmen	t, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
			Filed(Month/Day	Year)					
(City)	(State)	(Zip)	Table I - N	on-Derivative Securities Acq		or Beneficial	ly Owne		
1.Title of	2. Transaction	Date 2A. Deeme	ed 3.	4. Securities Acquired (A) 5. Amount of	6.	7. Natu		

(City)	(State)	Tab.	le I - Non-l	red, Disposed of,	d, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date any (Month/Day/		3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			(D)	Securities O Beneficially Fe Owned D Following on Reported (I	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/10/2010		Code V S(1)	Amount 8,333	or (D) D	Price \$ 10.1271 (2)	(Instr. 3 and 4) 87,993	D	

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 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)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								А	mount		
						_		01			
							Expiration Date		lumber		
								of			
				Code V	(A) (D)			SI	hares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Hammer Russell

6328 MONARCH PARK PLACE SVP/Chief Financial Officer

NIWOT, CO 80503

Signatures

/s/ Jason Day, 06/14/2010 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).
- The shares were sold pursuant to a sales plan adopted by the reporting person on March 16, 2010 and intended to comply with Rule **(1)** 10b5-1 under the Securities Exchange Act of 1934.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$10.04 to \$10.20, inclusive. The reporting person undertakes to provide to the issuer, any shareholder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges

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.

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