

Crocs, Inc.  
Form 8-K  
April 28, 2011  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 8-K**

**Current Report  
Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

Date of Report (date of earliest event reported): **April 28, 2011**

**CROCS, INC.**

(Exact name of Registrant as specified in its charter)

**Delaware**            **0-51754**            **20-2164234**  
(State or other      (Commission      (IRS Employer  
jurisdiction        File Number)      Identification No.)  
of incorporation)

**6328 Monarch Park Place**

**Niwot, Colorado**                            **80503**  
(Address of principal executive offices)      (Zip Code)

Registrant's telephone number, including area code: **(303) 848-7000**

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))



**Item 2.02 Results of Operations and Financial Condition.**

On April 28, 2011, the Company issued a press release reporting its results of operations for the three months ended March 31, 2011. A copy of the press release is furnished as Exhibit 99.1 to this report.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

99.1 Press release dated April 28, 2011

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CROCS, INC.

Date: April 28, 2011 By: /s/ Jeffrey J. Lasher  
Jeffrey J. Lasher,  
*Senior Vice President – Finance,*  
*Chief Financial Officer*