

K2 INC  
Form 4  
December 29, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
**HERNREICH ROBIN E**

2. Issuer Name and Ticker or Trading Symbol  
**K2 INC [KTO]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**5818 EL CAMINO REAL**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**12/29/2006**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**CARLSBAD, CA 92008**

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)
				(A) or (D) Code V Amount (D) Price			
Common Stock	12/29/2006		S	3,000 D \$ 13.15	2,000	I	by Charitable Found.
Common Stock	12/29/2006		S	1,533 D \$ 13.19	467	I	by Charitable Found.
Common Stock	12/29/2006		S	467 D \$ 13.17	0	I	by Charitable Found.
Common Stock	12/29/2006		S	1,500 D \$ 13.15	1,000	I	by Pension Plan

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Common Stock	12/29/2006	S	233	D	\$ 13.17	767	I	by Pension Plan
Common Stock	12/29/2006	S	767	D	\$ 13.19	0	I	by Pension Plan
Common Stock						49,650	D	
Common Stock						10,000	I	by Trust

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

**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.**

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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 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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 7.13					04/28/2000	04/28/2010	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 7.3					01/02/2002	01/02/2012	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 7.75					01/05/2001	01/05/2011	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 10.06					01/23/2003	01/23/2013	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 11.15					05/23/2007	05/23/2016	Common Stock	10,000

