

MERCK J WAYNE  
Form 4  
May 24, 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 \*  
MERCK J WAYNE

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

CARLSBAD, CA 92008

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/23/2007

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)  
President and CEO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Amount or Price   |  |                                   |
| Common Stock                    | 05/23/2007                           |  | F                              | D   | 6,100 (1) \$ 15.24  | D  |                                   |
| Common Stock                    |                                      |  |                                |   | 1,982   | I  | by ESOP                           |

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

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SEC 1474 (9-02)

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**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 Number of Shares |
| Non-Qualified Stock Option (right to buy)  | \$ 7.13  |                                      |  |                                |   | 01/04/2001   | 01/04/2010  | Common Stock | 25,000                  |
| Non-Qualified Stock Option (right to buy)  | \$ 7.45  |                                      |  |                                |   | 04/01/2004   | 04/01/2013  | Common Stock | 25,000                  |
| Non-Qualified Stock Option (right to buy)  | \$ 8.56  |                                      |  |                                |   | 07/07/2001   | 07/07/2010  | Common Stock | 40,000                  |
| Non-Qualified Stock Option (right to buy)  | \$ 8.76  |                                      |  |                                |   | 02/27/2002   | 02/27/2011  | Common Stock | 25,000                  |
| Non-Qualified Stock Option (right to buy)  | \$ 11.15   |                                      |  |                                |   | 05/23/2007   | 05/23/2016  | Common Stock | 100,000                 |
| Non-Qualified Stock Option (right to buy)  | \$ 11.25   |                                      |  |                                |   | 12/16/1999   | 12/16/2008  | Common Stock | 12,000                  |
| Non-Qualified Stock Option (right to buy)  | \$ 12.09   |                                      |  |                                |   | 03/21/2008   | 03/21/2017  | Common Stock | 100,000                 |
| Non-Qualified Stock Option (right to buy)  | \$ 12.51   |                                      |  |                                |   | 04/28/2006   | 04/28/2015  | Common Stock | 100,000                 |
| Non-Qualified Stock Option (right to buy)  | \$ 13.69   |                                      |  |                                |   | 05/18/2005   | 05/18/2014  | Common Stock | 75,000                  |
| Non-Qualified Stock Option (right to buy)  | \$ 23.5  |                                      |  |                                |   | 12/18/1998   | 12/18/2007  | Common Stock | 8,000                   |
|  | \$ 26.5  |                                      |  |                                |   | 12/27/1997   | 12/27/2006  |              | 5,000                   |

Non-Qualified  
Stock Option  
(right to buy)

Common  
Stock

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| MERCK J WAYNE<br>5818 EL CAMINO REAL<br>CARLSBAD, CA 92008 | X             |           | President and CEO |       |

## Signatures

By: Mark A. Rosebrock For: J. Wayne  
Merck 05/24/2007

\_\_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) Shares withheld and not issued to satisfy certain tax withholding obligations incident to the vesting on May 23, 2007 of one-third of the performance-based restricted stock units granted on May 23, 2006 under the K2 Inc. 2006 Long-Term Incentive Plan.

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.