

Crocs, Inc.
Form 8-A12G
January 24, 2006

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-A

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Crocs, Inc.

(Exact name of registrant as specified in its charter)

Delaware

20-2164234

(State of incorporation or organization)

(I.R.S. Employer Identification No.)

6273 Monarch Park Place, Niwot, Colorado

80503

(Address of principal executive offices)

(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

**Title of each class
to be so registered**

**Names of each exchange on which
each class is to be registered**

None

None

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates:

333-127526

Securities to be registered pursuant to Section 12(g) of the Act:

Common Stock, \$.001 par value

(Title of class)
