

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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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 \*  
**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**

(City) (State) (Zip)

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

**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)			
			Code	V	Amount	(A) or (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.

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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

Non-Qualified Stock Option (right to buy)	\$ 12.51	04/28/2005	04/28/2015	Common Stock	7,500
Non-Qualified Stock Option (right to buy)	\$ 13.69	05/19/2004	05/18/2014	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 15.34	01/06/2004	01/05/2014	Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERNREICH ROBIN E 5818 EL CAMINO REAL CARLSBAD, CA 92008	X			

## Signatures

By: Mark A. Rosebrock For: Robin E.  
Hernreich

12/29/2006

\*\*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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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