K2 INC Form 3 May 24, 2006

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement K2 INC [KTO] À HERNREICH ROBIN E (Month/Day/Year) 12/26/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 5818 EL CAMINO REAL (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner _X__ Director _X_ Form filed by One Reporting Officer _ Other Person CARLSBAD, CAÂ 92008 (give title below) (specify below) Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 45,150 Common Stock 5,000 I by Charitable Found. Common Stock I by Pension Plan 2,500 Common Stock 10,000 I by Trust Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security 2. Date Exercisable and (Instr. 4) 2. Date Exercisable and Expiration Date 3. Title and Amount of Securities Underlying Conversion Ownership Beneficial

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	(Month/Day/Year)		Derivative Se (Instr. 4)	· · · · · · · · · · · · · · · · · · ·		Form of Derivative	Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	04/28/2000	04/28/2010	Common Stock	10,000	\$ 7.13	D	Â
Non-Qualified Stock Option (right to buy)	01/02/2002	01/02/2012	Common Stock	5,000	\$ 7.3	D	Â
Non-Qualified Stock Option (right to buy)	01/05/2001	01/05/2011	Common Stock	5,000	\$ 7.75	D	Â
Non-Qualified Stock Option (right to buy)	01/23/2003	01/23/2013	Common Stock	5,000	\$ 10.06	D	Â
Non-Qualified Stock Option (right to buy)	04/28/2005	04/28/2015	Common Stock	7,500	\$ 12.51	D	Â
Non-Qualified Stock Option (right to buy)	05/19/2004	05/18/2014	Common Stock	5,000	\$ 13.69	D	Â
Non-Qualified Stock Option (right to buy)	01/06/2004	01/05/2014	Common Stock	5,000	\$ 15.34	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
r	Director	10% Owner	Officer	Othe	
HERNREICH ROBIN E 5818 EL CAMINO REAL CARLSBAD, CA 92008	ÂΧ	Â	Â	Â	

Signatures

By: Mark A Rosebrock For: Robin E Hernreich 05/24/2006

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

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.

Reporting Owners 2

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).