

HECKMANN RICHARD J  
Form 4  
May 25, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
HECKMANN RICHARD J

(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)  
05/23/2006

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)  
Chairman of the Board & 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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					298,100	D	
Common Stock					32	I	by ESOP
Common Stock					10,000	I	by IRA

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**

SEC 1474 (9-02)

number.

**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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	A
Non-Qualified Stock Option (right to buy)	\$ 11.15	05/23/2006		A	100,000	05/23/2007	05/23/2016	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 7.13					01/04/2000	01/04/2010	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 7.3					01/02/2002	01/02/2012	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 7.45					04/01/2004	04/01/2013	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 7.75					01/05/2001	01/05/2011	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 10.63					01/04/2000	01/04/2009	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 12.51					04/28/2006	04/28/2015	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 13.69					05/18/2005	05/18/2014	Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 21.5					01/02/1999	01/02/2008	Common Stock	1

## Reporting Owners

Reporting Owner Name / Address

Relationships

Edgar Filing: HECKMANN RICHARD J - Form 4

Director    10% Owner    Officer    Other

HECKMANN RICHARD J  
5818 EL CAMINO REAL  
CARLSBAD, CA 92008

X

Chairman of the Board & CEO

## Signatures

By: Mark A Rosebrock For: Richard J  
Heckmann

05/25/2006

\_\_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.

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.