

K2 INC
Form 4
April 29, 2005

FORM 4

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

OMB APPROVAL

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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)
04/28/2005

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)
Chief Executive Officer

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)
Common Stock, \$1 par				(A) or (D)	298,100	D	
Common Stock, \$1 par				(A) or (D)	32	I	By ESOP
Common Stock, \$1 par				(A) or (D)	5,000	I	By IRA

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

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SEC 1474
(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 Number of Shares
Employee Stock Option (right to buy) \$12.51	\$ 12.51	04/28/2005		A	100,000	04/28/2006	04/28/2015	Common Stock, \$1 par	100,000
Employee Stock Option (right to buy) \$13.69	\$ 13.69					05/18/2005	05/18/2014	Common Stock, \$1 par	250,000
Stock Option (Right to Buy) \$10.625 (d)	\$ 10.625					01/04/2000	01/04/1999	Common Stock, \$1 par	500,000
Stock Option (Right to Buy) \$21.50 (d)	\$ 21.5					01/02/1999	01/02/2008	Common Stock, \$1 par	1,000,000
Stock Option (Right to Buy) \$7.125 (d)	\$ 7.125					01/04/2000	01/04/2011	Common Stock, \$1 par	10,000,000
Stock Option (Right to	\$ 7.3					01/02/2002	01/02/2012	Common Stock, \$1 par	5,000,000

Buy)
\$7.30 (d)

Stock
Option
(Right to Buy) \$ 7.45
\$7.45

04/01/2004 04/01/2013 Common
Stock, \$1 150,0
par

Stock
Option
(Right to Buy) \$ 7.75
\$7.75 (d)

01/05/2001 01/05/2011 Common
Stock, \$1 5,00
par

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HECKMANN RICHARD J 5818 EL CAMINO REAL CARLSBAD, CA 92008	X		Chief Executive Officer	

Signatures

By: Diana Crawford on behalf of Richard J. Heckmann 04/29/2005

__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.