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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (date of earliest event reported): **March 3, 2025**

CROCS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

0-51754
(Commission File Number)

20-2164234
(I.R.S. Employer
Identification No.)

**500 Eldorado Blvd., Building 5
Broomfield, Colorado**
(Address of principal executive offices)

80021
(Zip Code)

Registrant's telephone number, including area code: **(303) 848-7000**

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

Title of each class:	Trading symbol:	Name of each exchange on which registered:
Common Stock, par value \$0.001 per share	CROX	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.45) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 3, 2025, Adam Michaels, Executive Vice President, Chief Digital Officer, of Crocs, Inc. (the “Company”), notified the Company of his decision to resign from the Company, effective May 1, 2025 (the “Separation Date”).

The Company and Mr. Michaels expect to enter into a separation agreement and general release (the “Separation Agreement”) on the Separation Date whereby Mr. Michaels would agree to (i) a 24-month non-competition covenant (ii) an 18-month non-solicitation of employees covenant and (iii) perform transition activities relating to his role and duties through May 1, 2025. In consideration of the above, Mr. Michaels would be entitled to a lump sum \$320,000 payment. All equity awards previously granted to Mr. Michaels will cease to vest on the Separation Date and he will not be eligible to participate in the Company’s annual bonus plan or long-term incentive plan during 2025. There will be no cash severance payment in connection with the resignation.

The foregoing description of the Separation Arrangement does not purport to be complete and is subject to, and qualified in its entirety by, the full text of the Separation Arrangement, which will be filed as an exhibit to the Company’s Quarterly Report on Form 10-Q for the quarterly period ending June 30, 2025.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CROCS, INC.

Date: March 7, 2025

By: /s/ Sara Hoverstock

Sara Hoverstock

Senior Vice President, General Counsel