

HECKMANN RICHARD J

Form 4

May 17, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(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)
05/16/2005

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)		
			Code	V	Amount (A) or (D)	Price			
Common Stock, \$1 par	05/16/2005		P		5,000	A \$ 11.49	10,000	I	By IRA
Common Stock, \$1 par							298,100	D	
Common Stock, \$1 par							32	I	By ESOP

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)		8. D S (I
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy) \$12.51	\$ 12.51					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	01/04/2009	Common Stock, \$1 par	500	
Stock Option (Right to Buy) \$21.50 (d)	\$ 21.5					01/02/1999	01/02/2008	Common Stock, \$1 par	1,000	
Stock Option (Right to Buy) \$7.125 (d)	\$ 7.125					01/04/2000	01/04/2011	Common Stock, \$1 par	10,000	

Stock Option (Right to Buy) \$7.30 (d)	\$ 7.3	01/02/2002	01/02/2012	Common Stock, \$1 par	5,000
Stock Option (Right to Buy) \$7.45	\$ 7.45	04/01/2004	04/01/2013	Common Stock, \$1 par	150,000
Stock Option (Right to Buy) \$7.75 (d)	\$ 7.75	01/05/2001	01/05/2011	Common Stock, \$1 par	5,000

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 05/16/2005

____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.

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