

WHITCOMBE JOHN D

Form 4

February 06, 2009

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WHITCOMBE JOHN D

2. Issuer Name **and** Ticker or Trading
Symbol
LACROSSE FOOTWEAR INC
[BOOT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

LACROSSE FOOTWEAR,
INC., 17634 NE AIRPORT WAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/04/2009

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

PORTLAND, OR 97230

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/04/2009		M		3,000	A	\$ 3.13	25,877	D	
Common Stock	02/04/2009		M		3,000	A	\$ 2.58	28,877	D	
Common Stock	02/04/2009		M		3,000	A	\$ 3.4	31,877	D	
Common Stock	02/04/2009		M		3,000	A	\$ 7.7	34,877	D	

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

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(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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Director Stock Option (right-to-buy)	\$ 3.13	02/04/2009		M	3,000	<u>(1)</u> 01/02/2011 ⁽¹⁾	Common Stock	3,000
Director Stock Option (right-to-buy)	\$ 2.58	02/04/2009		M	3,000	<u>(2)</u> 01/02/2013 ⁽²⁾	Common Stock	3,000
Director Stock Option (right-to-buy)	\$ 3.4	02/04/2009		M	3,000	<u>(3)</u> 01/02/2012 ⁽³⁾	Common Stock	3,000
Director Stock Option (right-to-buy)	\$ 7.7	02/04/2009		M	3,000	<u>(4)</u> 01/02/2014 ⁽⁴⁾	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WHITCOMBE JOHN D LACROSSE FOOTWEAR, INC. 17634 NE AIRPORT WAY PORTLAND, OR 97230	X

Signatures

/s/ James D. Fontaine, Attorney-in-fact for John D. Whitcombe

02/06/2009

__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).

(1) The option became exercisable in 20% increments on January 2, 2002, 2003, 2004, 2005 and 2006, respectively.

(2) The option became exercisable in 20% increments on January 2, 2004, 2005, 2006, 2007 and 2008, respectively.

(3) The option became exercisable in 20% increments on January 2, 2003, 2004, 2005, 2006 and 2007, respectively.

(4) The option became exercisable in 20% increments on January 2, 2005, 2006, 2007, 2008 and 2009, respectively.

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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