Cohen Craig P Form 4 February 08, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Cohen Craig P

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

LACROSSE FOOTWEAR INC

[BOOT]

(Check all applicable)

VP Demand Suppl. Planning

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year) 02/07/2008

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

LACROSSE FOOTWEAR. INC., 17634 NE AIRPORT WAY

(Street)

(State)

(Zip)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ 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

PORTLAND, OR 97230

(City)

	Tubic	1 11011 2	orradric s	Jecuii	ties ricq	an ea, Disposea e	i, or beneficial	ij O wiicu
2. Transaction Date	2A. Deemed	3.	4. Securities Acquired		5. Amount of	6. Ownership	7. Nature of	
(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of			Securities	Form: Direct	Indirect	
	any	Code	(D)			Beneficially	(D) or	Beneficial
	(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership	
	•				Following	(Instr. 4)	(Instr. 4)	
						Reported		
						Transaction(s)		
		G 1 17			ъ.	(Instr. 3 and 4)		
		Code V	Amount	(D)	Price			
02/07/2008		M	704	٨	\$ 2.1	704	D	
02/07/2008		1V1	194	A	\$ 5.4	194	D	
02/07/2009		M	900	٨	\$	1.504	D	
02/07/2008		1V1	000	A	2.58	1,394	ט	
(2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)	2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if any Code (Month/Day/Year) (Instr. 8) Code V O2/07/2008 M	2. Transaction Date 2A. Deemed 3. 4. Securing Month/Day/Year) Execution Date, if any Code (D) (Month/Day/Year) (Instr. 8) (Instr. 3, Code V Amount M 794	2. Transaction Date (Month/Day/Year) 2. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Deemed 3. 4. Securities Ad Transaction(A) or Dispose Code (D) (Instr. 8) (Instr. 3, 4 and Or Code V Amount (D) (A) or Code V Amount (D) (D2/07/2008) M 794 A	2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Execution Date, if any (Month/Day/Year) 2. Transaction Date (A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price (D2/07/2008) M 794 A \$ 3.4	2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Execution Date, if any (Month/Day/Year) 2. Transaction(A) or Disposed of Securities Beneficially (Instr. 8) (Instr. 3, 4 and 5) 2. Transaction Date (A) (Transaction(A) or Disposed of Securities Beneficially (Instr. 8) 2. Transaction(A) or Disposed of Securities Beneficially (Instr. 8) 2. Transaction(A) or Disposed of Securities Beneficially (Instr. 8) 2. Transaction(A) or Disposed of Securities Beneficially (Instr. 8) 2. Transaction(A) or Disposed of Securities Beneficially (Instr. 8) 2. Transaction(A) or Disposed of Securities Beneficially (Instr. 8) 3.	Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Execution Date, if any (Code (D) (Instr. 8) (Instr. 3, 4 and 5) (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 4) Execution Date, if any (Code (D) (D) or Indirect (I) (Instr. 4) (A) (Instr. 3 and 4) (Instr. 3 and 4) (Instr. 3 and 4) (Instr. 3 and 4)

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

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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. Transacti Code (Instr. 8)	onof		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 or Number of Shares
Incentive Stock Option (right-to-buy)	\$ 3.4	02/07/2008		M		794	<u>(1)</u>	01/02/2009	Common Stock	794
Nonqualified Stock Option (right-to-buy)	\$ 2.58	02/07/2008		M		800	(2)	01/02/2009	Common Stock	800

Reporting Owners

Reporting Owner Name / Address	Relationships							
coporting of their state of	Director	10% Owner	Officer	Other				
Cohen Craig P LACROSSE FOOTWEAR, INC. 17634 NE AIRPORT WAY PORTLAND, OR 97230			VP Demand Suppl. Planning					

Signatures

/s/ James D. Fontaine, Attorney-in-fact for Craig P.
Cohen
02/08/2008

**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) Option becomes exercisable as to 20% on January 2, 2003, 2004, 2005, 2006 and 2007, respectively.
- (2) Option becomes exercisable as to 20% increments on January 2, 2004, 2005, 2006, 2007 and 2008, respectively.

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.

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