

Wells James
Form 3
June 21, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Wells James | | (Month/Day/Year) | LIFETIME BRANDS, INC [LCUT] | |
| (Last) | (First) | (Middle) | 06/13/2012 | |
| C/O LIFETIME BRANDS, INC., Â 1000 STEWART AVENUE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| GARDEN CITY, Â NY Â 11530 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | EVP & President, Kitchenware | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 3,900 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Employee Stock Option | Â <u>(1)</u> | 05/01/2016 | Common Stock | 9,000 | \$ 29.96 | D | Â |
| Employee Stock Option | Â <u>(2)</u> | 05/06/2013 | Common Stock | 10,000 | \$ 22.46 | D | Â |
| Employee Stock Option | Â <u>(3)</u> | 11/09/2018 | Common Stock | 5,000 | \$ 4.6 | D | Â |
| Employee Stock Option | Â <u>(4)</u> | 04/02/2019 | Common Stock | 35,000 | \$ 2.19 | D | Â |
| Employee Stock Option | Â <u>(5)</u> | 05/06/2020 | Common Stock | 15,000 | \$ 13.27 | D | Â |
| Employee Stock Option | Â <u>(6)</u> | 06/15/2021 | Common Stock | 10,000 | \$ 10.79 | D | Â |
| Employee Stock Option | Â <u>(7)</u> | 11/03/2021 | Common Stock | 10,000 | \$ 12.09 | D | Â |
| Employee Stock Option | Â <u>(8)</u> | 04/30/2022 | Common Stock | 10,000 | \$ 11.64 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Wells James C/O LIFETIME BRANDS, INC. 1000 STEWART AVENUE GARDEN CITY, NY 11530 | Â | Â | Â EVP & President, Kitchenware | Â |

Signatures

James Wells 06/21/2012

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 stock options vest 20 percent per year over five years, commencing one year from 5/2/2006.
- (2) The stock options vest 20 percent per year over five years, commencing one year from 5/7/2007.
- (3) The stock options vest 25 percent per year over four years, commencing one year from 11/10/2008.
- (4) The stock options vest 25 percent per year over four years, commencing one year from 4/3/2009.
- (5) The stock options vest 25 percent per year over four years, commencing one year from 5/7/2010.
- (6) The stock options vest 25 percent per year over four years, commencing one year from 6/16/2011.

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(7) The stock options vest 25 percent per year over four years, commencing one year from 11/4/2011.

(8) The stock options vest 25 percent per year over four years, commencing one year from 5/1/2012.

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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