CSS INDUSTRIES INC

Form 4

August 03, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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

See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * KURTZMAN ELLEN B

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

(Middle)

CSS INDUSTRIES INC [CSS]

(Check all applicable)

(First)

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

Director Officer (give title _X__ 10% Owner _ Other (specify

801 CASSATT ROAD, SUITE 111 07/30/2009

below) 6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

(Street)

Filed(Month/Day/Year)

BERWYN, PA 19312

| (City) | (State) | (Zip) 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. Transactic Code (Instr. 8) | (Instr. 3, | ispose 4 and (A) or | ed of (D) | 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) |
| Common Stock (\$.10 par value) | 07/30/2009 | | S | 1,199 | D D | \$ 23 | 722,006 | I | By 2003 Farber Family Trust |
| Common Stock (\$.10 par value) | 07/30/2009 | | S | 1 | D | \$ 23 | 723 | I | By Delv, Inc. (1) (3) |
| Common Stock (\$.10 par value) | 07/30/2009 | | S | 999 | D | \$ 23.01 | 721,007 | I | By 2003 Farber Family Trust |

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| Common Stock (\$.10 par value) | 07/30/2009 | S | 1 | D | \$ 23.01 | 722 | I | By Delv, Inc. (1) (3) |
|---|------------|---|-------|---|-------------|---------|---|-----------------------------------|
| Common Stock (\$.10 par value) | 07/30/2009 | S | 999 | D | \$ 23.1 | 720,008 | I | By 2003 Farber Family Trust |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 1 | D | \$ 23.1 | 721 | I | By Delv, Inc. (1) (3) |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 3,896 | D | \$ 23.24 | 716,112 | I | By 2003 Farber Family Trust |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 4 | D | \$ 23.24 | 717 | I | By Delv, Inc. (1) (3) |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 1,099 | D | \$ 23.25 | 715,013 | I | By 2003 Farber Family Trust |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 1 | D | \$ 23.25 | 716 | I | By Delv, Inc. (1) (3) |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 999 | D | \$ 23.29 | 714,014 | I | By 2003 Farber Family Trust |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 1 | D | \$ 23.29 | 715 | I | By Delv, Inc. (1) (3) |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 1,998 | D | \$ 23.3 | 712,016 | I | By 2003 Farber Family Trust |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 2 | D | \$ 23.3 | 713 | I | By Delv, Inc. (1) (3) |
| | 07/30/2009 | S | 949 | D | | 711,067 | I | |

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| Common Stock (\$.10 par value) | | | | | \$ 23.39 | | | By 2003 Farber Family Trust |
|---|------------|---|-----|---|-------------|---------|---|--|
| Common Stock (\$.10 par value) | 07/30/2009 | S | 1 | D | \$ 23.39 | 712 | I | By Delv, Inc. (1) (3) |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 251 | D | \$ 23.44 | 710,816 | Ι | By 2003 Farber Family Trust |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 49 | D | \$ 23.46 | 710,767 | Ι | By 2003 Farber Family Trust |
| Common Stock (\$.10 par value) | 07/30/2009 | S | 1 | D | \$ 23.46 | 711 | I | By Delv, Inc. (1) (3) |
| Common Stock (\$.10 par value) | | | | | | 66,457 | I | By BLK Investments, L.P. (1) |
| Common Stock (\$.10 par value) | | | | | | 66,732 | I | By Oliver Ernest Associates, L.P. (1) |
| Common Stock (\$.10 par value) | | | | | | 83,667 | D | |

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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exercisable and | 7. Title and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|------------------|-------------|-------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | orNumber | Expiration Date | Amount of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/Year) | Underlying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | Securities | (Instr. 5) | Bene |
| | Derivative | | | | Securities | 3 | (Instr. 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | Follo |

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(A) or Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Exercisable I

Expiration Title Amount
Date or

or Number of Shares

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|--|
| • | Director | 10% Owner | Officer | Other | | | | |
| KURTZMAN ELLEN B | | | | | | | | |
| 801 CASSATT ROAD | | X | | | | | | |
| SUITE 111 | | Λ | | | | | | |
| BERWYN, PA 19312 | | | | | | | | |

Signatures

Michael A. Santivasci, Attorney in Fact 08/03/2009

**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 reporting person disclaims beneficial ownership of these shares to the extent that she does not have a pecuniary interest in them.
- (2) Reflects the 2003 Farber Family Trust's 99.9% limited partnership interest in shares held by Delv, L.P. The reporting person is the sole trustee of the 2003 Farber Family Trust.
- (3) Reflects Delv, Inc.'s 0.1% general partnership interest in shares held by Delv, L.P. The reporting person is the sole director and officer of Delv, Inc.

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.

Reporting Owners 4

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