Edgar Filing: CSS INDUSTRIES INC - Form 4

| CSS INDUST | FRIES INC | | | | | | | | |
|--|--|---|---------------------------------|----------------------------|---|--|--|----------------------------------|--|
| Form 4 | | | | | | | | | |
| October 29, 2 | 2008 | | | | | | | | |
| FORM | Δ | | | | | | OMB AF | PPROVAL | |
| Washington, D.C. 20549 | | | | | | | OMB Number: | 3235-0287 | |
| | Check this box if no longer | | | | | | Expires: | January 31, | |
| subject to Section 16 Form 4 or | SIAIEN 5. | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | | 2005 average rs per 0.5 | |
| | Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, | | | | | | | | |
| obligation may contin | | a) of the | Public U | tility Holding Co | ompany Act of | f 1935 or Section | n | | |
| See Instruction 1(b). | | 30(h) | of the In | vestment Compa | any Act of 194 | 40 | | | |
| (Print or Type R | esponses) | | | | | | | | |
| | | | 2. Issuer Symbol | r Name and Ticker o | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| | | | CSS INDUSTRIES INC [CSS] | | | (Check all applicable) | | | |
| (Last) | (First) (I | Middle) | | f Earliest Transactio | n | | | | |
| | | | (Month/E | • | Director 10% Owner X Officer (give title Other (specify | | | | |
| C/O CSS INDUSTRIES, INC., 1845 10/28/200 WALNUT STREET, SUITE 800 | | | | 008 | | below) below) | | | |
| WILLIOIS | IREE1, SUITE | , 000 | | | | VP and | General Couns | sel | |
| (Street) | | | 4. If Amendment, Date Original | | | 6. Individual or Joint/Group Filing(Check | | | |
| Filed(N PHILADELPHIA, PA 19103 | | | | nth/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | |
| | | | | | | Person | | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-Derivativ | | quired, Disposed of | | • | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Execution any | med on Date, if Day/Year) | Transaction(A) or | (A) or | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |

Common Stock (\$.10 10/28/2008

par value)

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

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

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

2,000 A ^{\$} 2,000

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Tit | le and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|---------------------|------------------------|---------------|-------------|--------|------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | | orNumber | Expiration D | | | unt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | | rlying | Security | Secu |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivativ | | | Secu | | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr | : 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) (Instr. 3, | | | | | | (Instr |
| | | | | | (Insu: 5, 4, and 5) | | | | | | |
| | | | | | +, and 3) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or | | |
| | | | | | | Exercisable | Date | Title | | | |
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| | | | | Code V | (A) (D) | | | | Shares | | |
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Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other Kiesling William G C/O CSS INDUSTRIES, INC. VP and General Counsel 1845 WALNUT STREET, SUITE 800 PHILADELPHIA, PA 19103 Signatures William G. 10/29/2008 Kiesling **Signature of Date Reporting Person

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. 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.