

CSS INDUSTRIES INC
Form 4
February 27, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol
CSS INDUSTRIES INC [CSS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1105 NORTH MARKET STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/13/2006

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

WILMINGTON, DE 19801

(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)
Common Stock (\$.10 par value)	12/13/2006 ⁽¹⁾		G ⁽¹⁾	V 95,281 (1)	D \$ 0 0	I	By Farber Family Charitable Lead Annuity Trust ⁽⁴⁾
Common Stock (\$.10 par value)	12/13/2006 ⁽²⁾		G ⁽²⁾	V 27,019 (2)	A \$ 0 27,019	I	By Trust FBO Ellen B. Kurtzman Under the 2002 Farber Children's

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Common Stock (\$.10 par value)	12/13/2006 ⁽³⁾	G ⁽³⁾	V	<u>27,019</u> ⁽³⁾	A	\$ 0	27,019	I	Trusts Dated December 12, 2002 ⁽⁴⁾ By Trust FBO David M. Farber Under the 2002 Farber Children's Trusts Dated December 12, 2002 ⁽⁴⁾
Common Stock (\$.10 par value)	02/23/2007	S		<u>1,000</u> ⁽⁵⁾	D	\$ 36.85	39,800	I	By Trust FBO Blake Robert Kurtzman ⁽⁴⁾
Common Stock (\$.10 par value)	02/23/2007	S		<u>1,000</u> ⁽⁵⁾	D	\$ 36.82	38,800	I	By Trust FBO Blake Robert Kurtzman ⁽⁴⁾
Common Stock (\$.10 par value)	02/23/2007	S		<u>3,000</u> ⁽⁵⁾	D	\$ 36.75	35,800	I	By Trust FBO Blake Robert Kurtzman ⁽⁴⁾
Common Stock (\$.10 par value)	02/26/2007	S		<u>1,000</u> ⁽⁵⁾	D	\$ 36.7	34,800	I	By Trust FBO Blake Robert Kurtzman ⁽⁴⁾
Common Stock (\$.10 par value)	02/26/2007	S		<u>1,000</u> ⁽⁵⁾	D	\$ 36.8	33,800	I	By Trust FBO Blake Robert Kurtzman ⁽⁴⁾
Common Stock (\$.10 par value)	02/26/2007	S		<u>1,000</u> ⁽⁵⁾	D	\$ 36.85	32,800	I	By Trust FBO Blake Robert Kurtzman ⁽⁴⁾
Common Stock (\$.10 par value)	02/27/2007	S		<u>1,000</u> ⁽⁵⁾	D	\$ 37	31,800	I	By Trust FBO Blake Robert

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value)								Kurtzman <u>(4)</u>
Common Stock (\$.10 par value)	02/23/2007	S	<u>2,800</u> <u>(5)</u>	D	\$ 36.65	40,182	I	By Trust FBO Kenneth Kurtzman <u>(4)</u>
Common Stock (\$.10 par value)	02/23/2007	S	<u>200</u> <u>(5)</u>	D	\$ 36.66	39,982	I	By Trust FBO Kenneth Kurtzman
Common Stock (\$.10 par value)	02/23/2007	S	<u>1,800</u> <u>(5)</u>	D	\$ 36.7	38,182	I	By Trust FBO Kenneth Kurtzman <u>(4)</u>
Common Stock (\$.10 par value)	02/23/2007	S	<u>200</u> <u>(5)</u>	D	\$ 36.71	37,982	I	By Trust FBO Kenneth Kurtzman <u>(4)</u>
Common Stock (\$.10 par value)	02/26/2007	S	<u>1,000</u> <u>(5)</u>	D	\$ 36.7	36,982	I	By Trust FBO Kenneth Kurtzman <u>(4)</u>
Common Stock (\$.10 par value)	02/26/2007	S	<u>1,000</u> <u>(5)</u>	D	\$ 36.8	35,982	I	By Trust FBO Kenneth Kurtzman <u>(4)</u>
Common Stock (\$.10 par value)	02/27/2007	S	<u>1,000</u> <u>(5)</u>	D	\$ 37	34,982	I	By Trust FBO Kenneth Kurtzman <u>(4)</u>
Common Stock (\$.10 par value)						66,732	I	By Oliver Ernest Associates L.P. <u>(4)</u>
Common Stock (\$.10 par value)						565,151	I	By Trust FBO Jack Farber <u>(4)</u>
Common Stock						749,250	I	By 2003 Farber

(\$.10 par value)				Family Trust ⁽⁴⁾
Common Stock (\$.10 par value)	351,042	I		By Trust FBO Vivian Farber ⁽⁴⁾
Common Stock (\$.10 par value)	750	I		By Delv L.P. ⁽⁴⁾
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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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KURTZMAN ELLEN B 1105 NORTH MARKET STREET WILMINGTON, DE 19801		X		

Signatures

Michael A. Santivaschi, Attorney
in Fact

02/27/2007

__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) Reflects 41,243 shares donated to the Farber Family Foundation, a charitable foundation, 27,019 shares distributed to the Trust for the benefit of Ellen B. Kurtzman under the 2002 Farber Children's Trusts Dated December 13, 2002 and 27,019 shares distributed to the Trust for the benefit of David M. Farber under the 2002 Farber Children's Trusts Dated December 13, 2002.
 - (2) Reflects 27,019 shares distributed to the Trust for the benefit of Ellen B. Kurtzman Under the 2002 Farber Children's Trusts Dated December 13, 2002.
 - (3) Reflects 27,019 shares distributed to the Trust for the benefit of David M. Farber Under the 2002 Farber Children's Trusts Dated December 12, 2002.
 - (4) The reporting person disclaims beneficial ownership of these shares to the extent that she does not have a pecuniary interest in them.
 - (5) This sale was made pursuant to a plan intended to comply with Rule 10b5-1(c) previously adopted on February 21, 2007.

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