

CSS INDUSTRIES INC

Form 4

June 20, 2005

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ERSKINE DAVID J M

(Last) (First) (Middle)

C/O CSS INDUSTRIES, INC., 1845  
WALNUT STREET, SUITE 800

(Street)

PHILADELPHIA, PA 19103

(City) (State) (Zip)

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

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

06/15/2005

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

President and CEO

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock (\$.10<br>par value)  | 06/15/2005                              |                                                             | M                                       | 8,000 A \$ 18                                                           | 38,750                                                                                                             | D                                                                    |                                         |
| Common<br>Stock (\$.10<br>par value)  | 06/17/2005 <sup>(1)</sup>               |                                                             | D                                       | 1,100<br><sup>(1)</sup> D \$ 32                                         | 37,650                                                                                                             | D                                                                    |                                         |
| Common<br>Stock (\$.10<br>par value)  | 06/17/2005 <sup>(1)</sup>               |                                                             | D                                       | 500 <sup>(1)</sup> D \$<br>32.16                                        | 37,150                                                                                                             | D                                                                    |                                         |
| Common<br>Stock (\$.10<br>par value)  | 06/17/2005 <sup>(1)</sup>               |                                                             | D                                       | 200 <sup>(1)</sup> D \$ 32.1                                            | 36,950                                                                                                             | D                                                                    |                                         |

par value)

Common  
Stock (\$.10  
par value)

6,750

I

See  
Footnote  
(2)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                       | Date Exercisable<br>Expiration<br>Date                         | Title<br>Amount<br>or<br>Number<br>of<br>Shares                     |
| Call<br>(Stock)<br>Option                           | \$ 18                                                              | 06/15/2005                              |                                                             | M                                    | 8,000                                                                                                           | 06/01/2000 <sup>(3)</sup> 06/01/2009                           | Common<br>Stock 8,000                                               |

## Reporting Owners

| Reporting Owner Name / Address                                                                           | Relationships |           |                   |       |
|----------------------------------------------------------------------------------------------------------|---------------|-----------|-------------------|-------|
|                                                                                                          | Director      | 10% Owner | Officer           | Other |
| ERSKINE DAVID J M<br>C/O CSS INDUSTRIES, INC.<br>1845 WALNUT STREET, SUITE 800<br>PHILADELPHIA, PA 19103 | X             |           | President and CEO |       |

## Signatures

Michael A. Santivaschi, Attorney  
in Fact

06/20/2005

\*\*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) (1) This sale was made pursuant to a plan intended to comply with Rule 10b5-1(c) previously adopted on March 14, 2005.
- (2) (2) Reflects indirect ownership of 6750 shares consisting of 6,000 shares held by the reporting person's spouse and 750 shares held by the reporting person's spouse as co-trustee of a trust for the benefit of her child.
- (3) (3) Reflects options granted pursuant to a Rule 16b-3 plan. Options vest at rate of 25 percent of the options granted per year on each of the first four anniversaries of the date of grant. To the extent not exercised, installments are cumulative and remain exercisable until the expiration date.

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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