CSS INDUSTRIES INC

Form 4 July 08, 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

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

1(b).

(Last)

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading

Symbol

CSS INDUSTRIES INC [CSS]

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

C/O CSS INDUSTRIES, INC., 1845 07/06/2005

(Middle)

WALNUT STREET, SUITE 800

(Street)

(First)

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

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

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

below)

President and CEO

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

PHILADELPHIA, PA 19103

(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. Transactio Code (Instr. 8)	4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common			Code V	Amount	` ′	Price	(Instr. 3 and 4)		
Common Stock (\$.10 par value)	07/06/2005(1)		S	100 (1)	D	\$ 33.55	32,450	D	
Common Stock (\$.10 par value)	07/06/2005(1)		S	200 (1)	D	\$ 33.59	32,250	D	
Common Stock (\$.10 par value)	07/06/2005(1)		S	500 (1)	D	\$ 33.58	31,750	D	
Common Stock (\$.10	07/07/2005(1)		S	1,000 (1)	D	\$ 33.99	30,750	D	

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par value)

Common Stock ($\$.10 \ 07/08/2005\underline{^{(1)}}$ S $\frac{1,000}{\underline{^{(1)}}}$ D $\frac{\$}{34.15}$ 29,750 D par value)

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	7. Title an Amount o Underlyin Securities (Instr. 3 an	f g	8. Price of Derivative Security (Instr. 5)
				Code V	′ (A) (D)	Date Exercisable	Expiration Date	or Title Num of	mber ares	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

ERSKINE DAVID J M

C/O CSS INDUSTRIES, INC.

1845 WALNUT STREET, SUITE 800

PHILADELPHIA, PA 19103

President and CEO

Signatures

Michael A. Santivasci, Attorney o7/08/2005 in Fact

**Signature of Reporting Person Date

Reporting Owners 2

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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 11, 2005.
- (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.

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.