Castle Brands Inc

Form 3

April 05, 20	06							
FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION						OMB APPROVAL		
Washin Washin				nington, D.C. 20549			OMB Number:	3235-0104
		INITIAL S	STATEMENT OF BEI		OWNERSHI	IP OF	Expires:	January 31 2005
	on 17(a) of	t to Section 16(a) of the Fublic Utility Hold	SECURITIES 6(a) of the Securities Exchange Act of 1934, tility Holding Company Act of 1935 or Section vestment Company Act of 1940			Estimated burden hou response n	average Irs per	
(Print or Type	Responses)							
Person <u>State</u>			Statement (Month/Day/Year)	ring 3. Issuer Name and Ticker or Trading Sy Castle Brands Inc [ROX]			mbol	
(Last)	(First)	(Middle)	04/05/2006	4. Relationsl Person(s) to	hip of Reporting Issuer		Amendment, I (Month/Day/Ye	-
C/O BPW, 2 PLANDOM 100				(Chec	k all applicable) or 10% O		(
(Street) MANHASSET, NY 11030				OfficerOther (give title below) (specify below) 6. Individual or Joint/Gr Filing(Check Applicable L _X_Form filed by One Rep Person			able Line) ne Reporting	
	,						orm filed by Mo ting Person	ore than One
(City)	(State)	(Zip)	Table I -	Non-Deriva	tive Securitie	es Benefic	ially Owne	d
1.Title of Security2. Amount(Instr. 4)Beneficial(Instr. 4)(Instr. 4)		of Securities 7 Owned	3.4. Nature of Indirect BeneficiOwnershipOwnershipForm:(Instr. 5)Direct (D)or Indirect(I)(Instr. 5)		ficial			
Common St	tock		5,000		I <u>(1)</u>	By BPW]	Holding LL	С
Reminder: Rep owned directly	-		ach class of securities benefic	cially	SEC 1473 (7-02)			
	infor requi	mation cont red to resp	spond to the collection o tained in this form are no ond unless the form disp MB control number.	ot				
,	Fable II - De	erivative Secu	urities Beneficially Owned (e.g., puts, calls	s, warrants, opti	ons, conver	tible securitie	s)
1 Title of Der	ivative Secur	ity 2 Date	Exercisable and 3 Ti	tle and Amoun	t of 4	5	6 Nat	ure of Indirect

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)
			Derivative	Security:	

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	05/10/2004	05/10/2014	Common Stock	6,000	\$6	D	Â
Stock Option (Right to Buy)	01/27/2005	01/27/2015	Common Stock	6,000	\$8	D	Â
Series C Convertible Preferred Stock	(2)	(<u>3)</u>	Common Stock	2,199	\$ <u>(3)</u>	Ι	By BPW Holding LLC (1)

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Beaudette John F C/O BPW, LTD 272 PLANDOME ROAD, SUITE 100 MANHASSET, NY 11030	ÂX	Â	Â	Â	
Signatures					
John F. Schmeltzer III. as					

John E. Schnieltzer III, as	04/05/2006
attorney-in-fact	04/03/2000

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 the reported securities, except to the extent of his pecuniary interest therein.
- (2) The Series C Convertible Preferred Stock is convertible at any time.
- (3) The Series C Convertible Preferred Stock is convertible into Castle Brands Inc. common stock on a one-for-one basis and has no 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. 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.