

CSS INDUSTRIES INC
Form 4
August 25, 2005

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 *
FARBER JACK

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)
3056 MIRO DRIVE NORTH

3. Date of Earliest Transaction (Month/Day/Year)
08/23/2005

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

(Street)

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

PALM BEACH GARDENS, FL 33410

(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. 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock (\$.10 par value) | 08/23/2005 ⁽¹⁾ | | S | 100 ⁽¹⁾ D \$ 36.27 | 192,410 | D | |
| Common Stock (\$.10 par value) | 08/24/2005 ⁽¹⁾ | | S | 800 ⁽¹⁾ D \$ 36.24 | 191,610 | D | |
| Common Stock (\$.10 par value) | 08/24/2005 ⁽¹⁾ | | S | 1,900 ⁽¹⁾ D \$ 36.25 | 189,710 | D | |
| Common | 08/24/2005 ⁽¹⁾ | | S | 100 ⁽¹⁾ D \$ | 189,610 | D | |

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| | | | | | | | | |
|--------------------------------|---------------------------|---|--------------------|---|----------|---------|---|---------------------------------------|
| Stock (\$.10 par value) | | | | | 36.39 | | | |
| Common Stock (\$.10 par value) | 08/24/2005 ⁽¹⁾ | S | 200 ⁽¹⁾ | D | \$ 36.41 | 189,410 | D | |
| Common Stock (\$.10 par value) | | | | | | 42,675 | I | By Trust FBO Leigh Ann Kurtzman |
| Common Stock (\$.10 par value) | | | | | | 80,383 | I | By Trust FBO David M. Farber |
| Common Stock (\$.10 par value) | | | | | | 40,800 | I | By Trust FBO Robert Blake Kurtzman |

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

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(9-02)

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 Beneficially 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 |
| | X | | Chairman | |

FARBER JACK
3056 MIRO DRIVE NORTH
PALM BEACH GARDENS, FL 33410

Signatures

Candice B. Cohen, Attorney
in Fact

08/25/2005

__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 August 23, 2004.

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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