

CSS INDUSTRIES INC
Form 4/A
March 06, 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

(Last) (First) (Middle)

1105 MARKET STREET

(Street)

WILMINGTON, DE 19801

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/27/2007

4. If Amendment, Date Original Filed(Month/Day/Year)
02/27/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------|---|--|
| | | | Code | V | Amount (A) or (D) Price | | | | | |
| Common Stock (\$.10 par value) | 02/27/2007 | | S | | 1,000 (1) | D | \$ 36.85 (2) | 21,019 | I | By Trust FBO Ellen B. Kurtzman Under the 2002 Farber Children's Trusts Dated December 12, 2002. (3) |

| | | | | | | | | |
|------------------------------------|------------|---|---------------------|---|--------------------|------------|---|--|
| Common Stock (\$.10 par value) | 02/27/2007 | S | <u>1,000</u> (1) | D | \$ 36.85 (2) | 21,019 | I | By Trust FBO David M. Farber Under the 2002 Farber Children's Trusts Dated December 12, 2002. (3) |
| Common Stock (\$.10 par value) | | | | | | 34,982 (4) | I | By Trust FBO of Kenneth Kurtzman (3) |
| Common Stock (\$.10 par value) | | | | | | 31,800 (4) | I | By Trust FBO Blake Robert Kurtzman (3) |

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.

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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 (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 MARKET STREET WILMINGTON, DE 19801 | | X | | |

Signatures

| | |
|---|------------|
| Michael A. Santivaschi, Attorney in Fact | 03/06/2007 |
|---|------------|

 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) (1) This sale was made pursuant to a plan intended to comply with Rule 10b5-1(c) previously adopted on February 21, 2007.
 - (2) (2) The reporting person's original Form 4 is amended to correct a typographical error. The the sale price of the 1000 shares sold reported in line item 11 and line item 15 is \$36.85.
 - (3) (3) The reporting person disclaims beneficial ownership of these shares to the extent that she does not have a pecuniary interest in them.
 - (4) (4) This line item is added. It was inadvertently omitted from the reporting person's original Form 4.

Remarks:

This Amendment pertains to the Form 4 to which accession number 1140361-07-004446 was assigned.

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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