

CSS INDUSTRIES INC
Form 4
January 04, 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 *
Munyan Christopher J

(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)

01/04/2007

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 & 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 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 (Instr. 4)
				(A) or (D)	Price		
Common Stock (\$.10 par value)	01/04/2007		F(1)	D	\$ 5,207 35.71	19,238	D
Common Stock (\$.10 par value)	01/04/2007		M	A	\$ 1,533 18.5	20,771	D
Common Stock (\$.10 par value)	01/04/2007		M	A	\$ 5,250 19.08	26,021	D
Common Stock (\$.10 par value)	01/04/2007		M	A	\$ 1,322 16.7	27,343	D

par value)

Common
 Stock (\$.10 01/04/2007
 par value) M 1,278 A \$ 23.83 28,621 D

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

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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)	Amount or Number of Shares
Call (Stock) Option	\$ 18.5	01/04/2007		M	1,533	01/26/1999 ⁽²⁾ 01/26/2008	Common Stock	1,533
Call (Stock) Option	\$ 19.08	01/04/2007		M	5,250	01/25/2000 ⁽²⁾ 01/25/2009	Common Stock	5,250
Call (Stock) Option	\$ 16.7	01/04/2007		M	1,322	02/05/2003 ⁽²⁾ 02/05/2012	Common Stock	1,322
Call (Stock) Option	\$ 23.83	01/04/2007		M	1,278	04/24/2004 ⁽²⁾ 04/24/2013	Common Stock	1,278

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Munyan Christopher J C/O CSS INDUSTRIES, INC. 1845 WALNUT STREET, SUITE 800	X		President & CEO	

PHILADELPHIA, PA 19103

Signatures

Michael A. Santivasci, Attorney
in Fact

01/04/2007

__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)Represents the purchase price paid in connection with the exercise of stock options to acquire 9,383 shares.
 - (2) 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. 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.