

CSS INDUSTRIES INC
Form 4
February 28, 2008

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

(Last) (First) (Middle)
3056 MIRO DRIVE NORTH
(Street)

PALM BEACH
GARDENS, FL 33410

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2008

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)
Chairman

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 Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock (\$.10 par value)	02/26/2008		S	2,800 ⁽¹⁾	D	\$ 37.5	326,846 I	By Trust FBO Jack Farber
Common Stock (\$.10 par value)	02/26/2008		S	100 ⁽¹⁾	D	\$ 37.51	326,746 I	By Trust FBO Jack Farber
Common Stock (\$.10 par value)	02/26/2008		S	115 ⁽¹⁾	D	\$ 37.52	326,631 I	By Trust FBO Jack Farber

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value)								
Common Stock (\$.10 par value)	02/26/2008	S	200 ⁽¹⁾	D	\$ 37.54	326,431	I	By Trust FBO Jack Farber
Common Stock (\$.10 par value)	02/26/2008	S	900 ⁽¹⁾	D	\$ 37.7	325,531	I	By Trust FBO Jack Farber
Common Stock (\$.10 par value)	02/26/2008	S	500 ⁽¹⁾	D	\$ 37.71	325,031	I	By Trust FBO Jack Farber
Common Stock (\$.10 par value)	02/26/2008	S	900 ⁽¹⁾	D	\$ 37.73	324,131	I	By Trust FBO Jack Farber
Common Stock (\$.10 par value)	02/26/2008	S	100 ⁽¹⁾	D	\$ 37.81	324,031	I	By Trust FBO Jack Farber
Common Stock (\$.10 par value)	02/27/2008	S	16,343 ⁽¹⁾	D	\$ 37	307,688	I	By Trust FBO Jack Farber
Common Stock (\$.10 par value)	02/27/2008	S	500 ⁽¹⁾	D	\$ 37.15	307,188	I	By Trust FBO Jack Farber
Common Stock (\$.10 par value)	02/27/2008	S	203 ⁽¹⁾	D	\$ 37.17	306,985	I	By Trust FBO Jack Farber
Common Stock (\$.10 par value)						20,800	I	By Trust FBO Blake Robert Kurtzman ⁽²⁾
Common Stock (\$.10 par value)						22,675	I	By Trust FBO Leigh Ann Kurtzman ⁽²⁾
Common Stock						60,383	I	By Trust FBO David

(\$.10 par value)									M. Farber (2)
Common Stock (\$.10 par value)					351,042	I			By Trust FBO Vivian Farber (2)

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 Owned Beneficially (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FARBER JACK 3056 MIRO DRIVE NORTH PALM BEACH GARDENS, FL 33410	X		Chairman	

Signatures

Michael A. Santivaschi, Attorney in Fact	02/28/2008
**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).

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- (1) (1) This sale was made pursuant to a plan intended to comply with Rule 10b5-1(c) previously adopted on November 27, 2007 and amended on February 26, 2008.
- (2) (2) The reporting person disclaims beneficial ownership of these shares to the extent that he does not have a pecuniary interest in them.

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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