Edgar Filing: ERSKINE DAVID J M - Form 4

ERSKINE D Form 4	AVID J M									
February 01,	2005									
FORM	4				~~~				PPROVAL	
	UNITEDS		RITIES A ashington,			NGE (COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 14 Form 4 of Form 5	6.	ENT OF CHA	SECUR	RITIES		Expires: Estimated a burden hou response	irs per			
Form 5 obligations may continue. See Instruction 1(b). 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							n			
(Print or Type R	Responses)									
1. Name and A ERSKINE D	er Name and Ticker or Trading NDUSTRIES INC [CSS]				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (M	(Middle) 3. Date of Earliest Transaction (Ch					(Chec	k all applicable)		
	DUSTRIES, INC STREET, SUITE 8	., 1845 02/01/	'Day/Year) 2005				_X_ Director _X_ Officer (give below) Pres		6 Owner er (specify	
	nendment, Da onth/Day/Year	-	1		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 					
PHILADEL	PHIA, PA 19103						Form filed by M Person	Nore than One Ro	eporting	
(City)	(State) (Zip) Ta	ble I - Non-E	Derivative	Secur	ities Aco	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Year	Code	str. 8) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock (\$.10 par value)	02/01/2005(1)		S	5,000 (1)	D	\$ 32.1	32,750	D		
Common Stock (\$.10							6,750 <u>(2)</u>	I	See	

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

par value)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

Footnote

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Tit Amou Under Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
F	Director	10% Owner	Officer	Other			
ERSKINE DAVID J M C/O CSS INDUSTRIES, INC. 1845 WALNUT STREET, SUITE 800 PHILADELPHIA, PA 19103	Х		President and CEO				
Signatures							
Michael A. Santivasci, Attorney in Fact	02/01/2005						
**Signature of Reporting Person	Ι	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 24, 2004.
- (2) Reflects indirect ownership of 6750 shares consisting of 6,000 shares held by the reporting person's spouse and 750 shares held by the reporting person's spouse as co-trustee of a trust for the benefit of her child.

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.