

LIFETIME BRANDS, INC

Form 4

December 16, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**PHILLIPS CRAIG**

(Last) (First) (Middle)

**LIFETIME BRANDS INC., 1000  
STEWART AVENUE**

(Street)

**GARDEN CITY, NY 11530**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

**LIFETIME BRANDS, INC [LCUT]**

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

**12/12/2013**

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)

SVP - Distribution

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price                                                                                         |                                                          |                                                       |
| Common Stock                    | 12/12/2013                           |                                                    | S                              |                                                                   | 100    | D          | \$ 14.38                                                                                      | 699,277                                                  | D                                                     |
| Common Stock                    | 12/12/2013                           |                                                    | S                              |                                                                   | 100    | D          | \$ 14.485                                                                                     | 699,177                                                  | D                                                     |
| Common Stock                    | 12/12/2013                           |                                                    | S                              |                                                                   | 100    | D          | \$ 14.52                                                                                      | 699,077                                                  | D                                                     |
| Common Stock                    | 12/12/2013                           |                                                    | S                              |                                                                   | 100    | D          | \$ 14.555                                                                                     | 698,977                                                  | D                                                     |
| Common Stock                    | 12/12/2013                           |                                                    | S                              |                                                                   | 100    | D          | \$ 14.565                                                                                     | 698,877                                                  | D                                                     |

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|              |            |   |     |   |           |         |   |                      |
|--------------|------------|---|-----|---|-----------|---------|---|----------------------|
| Common Stock | 12/12/2013 | S | 300 | D | \$ 14.575 | 698,577 | D |                      |
| Common Stock | 12/12/2013 | S | 145 | D | \$ 14.6   | 698,432 | D |                      |
| Common Stock | 12/12/2013 | S | 200 | D | \$ 14.625 | 698,232 | D |                      |
| Common Stock | 12/12/2013 | S | 200 | D | \$ 14.63  | 698,032 | D |                      |
| Common Stock | 12/12/2013 | S | 100 | D | \$ 14.665 | 697,932 | D |                      |
| Common Stock | 12/12/2013 | S | 100 | D | \$ 14.67  | 697,832 | D |                      |
| Common Stock | 12/12/2013 | S | 312 | D | \$ 14.68  | 697,520 | D |                      |
| Common Stock | 12/12/2013 | S | 100 | D | \$ 14.7   | 697,420 | D |                      |
| Common Stock | 12/12/2013 | S | 200 | D | \$ 14.71  | 697,220 | D |                      |
| Common Stock | 12/12/2013 | S | 200 | D | \$ 14.75  | 697,020 | D |                      |
| Common Stock | 12/12/2013 | S | 100 | D | \$ 14.76  | 696,920 | D |                      |
| Common Stock | 12/12/2013 | S | 100 | D | \$ 14.8   | 696,820 | D |                      |
| Common Stock |            |   |     |   |           | 28,278  | I | Trust <sup>(1)</sup> |

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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|

4, and 5)

| 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 |
| PHILLIPS CRAIG<br>LIFETIME BRANDS INC.<br>1000 STEWART AVENUE<br>GARDEN CITY, NY 11530 | X             |           | SVP - Distribution |       |

## Signatures

/s/ Craig Phillips 12/16/2013

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) Shares are held in an irrevocable trust of which Craig Phillips is the sole beneficiary.

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.