

Pfeil Keith W
Form 3
September 10, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Pfeil Keith W

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

08/29/2018

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

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other
(give title below) (specify below)

Exec. VP and CFO

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

CSS INDUSTRIES, INC.,Â 450
PLYMOUTH ROAD, SUITE
300

(Street)

PLYMOUTH
MEETING,Â PAÂ 19462

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock (\$.10 par value)

1,991

D

Â

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

SEC 1473 (7-02)

**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.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	Â (1)	Â (1)	Common Stock (\$.10 par value)	1,000	\$ 0	D	Â
Restricted Stock Units	Â (2)	Â (2)	Common Stock (\$.10 par value)	950	\$ 0	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Stock (\$.10 par value)	3,000	\$ 0	D	Â
Restricted Stock Units	Â (4)	Â (4)	Common Stock (\$.10 par value)	2,750	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pfeil Keith W CSS INDUSTRIES, INC. 450 PLYMOUTH ROAD, SUITE 300 PLYMOUTH MEETING, PA 19462	Â	Â	Â Exec. VP and CFO	Â

Signatures

Michael A.. Santivaschi, attorney
in fact 09/10/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Subject to service-based vesting conditions, 50% of the restricted stock units are automatically converted into shares of Issuer common stock on a 1-to-1 basis on each of the 3rd and 4th anniversaries of the grant date, May 31, 2016.
- (2) Subject to service-based vesting conditions, 50% of the restricted stock units are automatically converted into shares of Issuer common stock on a 1-to-1 basis on each of the 3rd and 4th anniversaries of the grant date, June 12, 2017.
- (3) Subject to service-based vesting conditions, 50% of the restricted stock units are automatically converted into shares of Issuer common stock on a 1-to-1 basis on each of the 3rd and 4th anniversaries of the grant date, November 10, 2017.
- (4) Subject to service-based vesting conditions, 25% of the restricted stock units are automatically converted into shares of Issuer common stock on a 1-to-1 basis on each of the 1st, 2nd, 3rd and 4th anniversaries of the grant date, May 29, 2018.

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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