#### LIFETIME BRANDS, INC

Form 4 May 31, 2006

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL** OMB

Washington, D.C. 20549 Check this box

Symbol

3235-0287 Number: January 31, Expires:

if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

2005 Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

LIFETIME BRANDS, INC [LCUT]

1(b).

(Print or Type Responses)

MILLER EVAN

1. Name and Address of Reporting Person \*

(T)	Æ: ··	0.6.111						(Cl	псек ин иррпес	1010)
(Last)	(First)	(Middle)	3. Date of	f Earliest T	ransaction					
C/O LIFETIME BRANDS, INC, ONE MERRICK AVE		(Month/Day/Year) 05/26/2006					Director 10% Owner _X_ Officer (give title Other (specify below)  Pres. of Sales & Exec VP			
		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
WESTBUR	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
								Feison		
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Execution any		3. Transaction Code (Instr. 8)		ispose	d of	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership
		(Month) I	Jayi Tear)	Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	05/26/2006			M	96	A	\$ 7.72	196	D	
Common Stock								39,683	I	Shares are held in an irrevocable trust of which Evan Miller is the sole beneficiary.
Common Stock	05/26/2006			S	96	D	\$ 28	100	D	

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Common 39,683 Ι Stock

Shares are held in an irrevocable trust of which Evan Miller is the sole beneficiary.

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

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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 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)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Deriva Securit (Instr. :
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 7.72	05/26/2006		M	96	<u>(1)</u>	07/01/2013	Common Stock	96	<u>(2)</u>

### **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

MILLER EVAN C/O LIFETIME BRANDS, INC ONE MERRICK AVE WESTBURY, NY 11590

Pres. of Sales & Exec VP

## **Signatures**

Evan Miller 05/31/2006

\*\*Signature of Date Reporting Person

Reporting Owners 2

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### **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) Under their original terms these options vested in four equal installments beginning July 1, 2003. On December 22, 2005 the vesting of all unvested options was accelerated and all unvested options became fully vested on that date.
- (2) Price is not applicable, per instruction to Form 4 this field is intentionally left blank.

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.