LIFETIME BRANDS, INC
Form 5
August 05, 2005

FORM 5

OMB APPROVAL

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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).
Form 3 Holdings Reported
Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
COHEN BRUCE

(Last) (First) (Middle)

1 EVANS DRIVE

(Street)

BROOKVILLE,Â NYÂ 11545

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
LIFETIME BRANDS, INC [LCUT]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock, par value $.01 p er share	05/02/2003	Â	G	13,120	A	$ (1)	144,716 (2)	I	. (2)
Common Stock, par value $.01 per share	05/02/2003	Â	G	3,280	A	$ (1)	260,263 (3)	I	. (3)
Common Stock, par	05/02/2003	Â	G	6,560	A	$ (1)	671,649 (4)	I	. (4)

value $.01 per share									
Common Stock, par value $.01 per share	03/15/2004	Â	G	5,500	A	$ (1)	150,216 (2)	I	. (2)
Common Stock, par value $.01 per share	03/15/2004	Â	G	1,375	A	$ (1)	261,638 (3)	I	. (3)
Common Stock, par value $.01 per share	03/15/2004	Â	G	2,750	A	$ (1)	674,399 (4)	I	. (4)

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

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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. 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. of D Se Be O En Is Fi (I
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COHEN BRUCE 1 EVANS DRIVE BROOKVILLE,Â NYÂ 11545	Â	Â X	Â	Â

Signatures

/s/ Bruce Cohen	07/06/2005
**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) Gift.

(2) Represents shares held in four irrevocable trusts for the benefit of Bruce Cohen?s spouse and children. Bruce Cohen is the sole trustee of each of the trusts.

(3) Represents shares held in an irrevocable trust for the benefit of Bruce Cohen. Bruce Cohen shares investment control with his siblings, who are the trustees of the trust.

(4) Represents shares held in four irrevocable trusts for the benefit of Bruce Cohen?s siblings. Bruce Cohen is a trustee of each of the trusts.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
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