

Centre Partners V, L.P.
 Form 4
 March 20, 2019

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Centre Partners V, L.P.

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 C/O CENTRE PARTNERS
 MANAGEMENT LLC, 601
 LEXINGTON AVENUE, 55TH
 FLOOR

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/18/2019

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

(Street)
 NEW YORK, NY 10022

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

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

(City) (State) (Zip)

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)
Common Stock, par value \$0.01, per share	03/18/2019		P	(A) 24,171 (1)	\$ 9.4202 (2)	5,684,708 (3) I	See footnotes (4) (5) (6)
Common Stock, par value \$0.01, per share	03/19/2019		P	(A) 50,000 (1)	\$ 9.3905 (7)	5,734,708 (3) I	See footnotes (4) (5) (6)

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Common Stock, par value	03/20/2019	P	50,000 <u>(1)</u>	A	\$ 9.4313 <u>(8)</u>	5,784,708 <u>(3)</u>	I	See footnotes <u>(4)</u> <u>(5)</u> <u>(6)</u>
\$0.01, per share								
Common Stock, par value						7,086	D <u>(6)</u> <u>(9)</u>	
\$0.01, per share								

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 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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Centre Partners V, L.P. C/O CENTRE PARTNERS MANAGEMENT LLC 601 LEXINGTON AVENUE, 55TH FLOOR NEW YORK, NY 10022		X		
Centre Capital Investors V LP C/O CENTRE PARTNERS MANAGEMENT LLC 601 LEXINGTON AVENUE, 55TH FLOOR NEW YORK, NY 10022		X		

Centre Partners V LLC C/O CENTRE PARTNERS MANAGEMENT LLC 601 LEXINGTON AVENUE, 55TH FLOOR NEW YORK, NY 10022	X
JRJ V LP C/O CENTRE PARTNERS MANAGEMENT LLC 601 LEXINGTON AVENUE, 55TH FLOOR NEW YORK, NY 10022	X
Harwich Road V LP C/O CENTRE PARTNERS MANAGEMENT LLC 601 LEXINGTON AVENUE, 55TH FLOOR NEW YORK, NY 10022	X
JRJ Inc. C/O CENTRE PARTNERS MANAGEMENT LLC 601 LEXINGTON AVENUE, 55TH FLOOR NEW YORK, NY 10022	X
Harwich Road Inc. C/O CENTRE PARTNERS MANAGEMENT LLC 601 LEXINGTON AVENUE, 55TH FLOOR NEW YORK, NY 10022	X
POLLACK BRUCE G C/O CENTRE PARTNERS MANAGEMENT LLC 601 LEXINGTON AVENUE, 55TH FLOOR NEW YORK, NY 10022	X
JAFFE DAVID C/O CENTRE PARTNERS MANAGEMENT LLC 601 LEXINGTON AVENUE, 55TH FLOOR NEW YORK, NY 10022	X

Signatures

Centre Partners V, L.P., By: Centre Partners V LLC, Its: General Partner, By: /s/ William Tomai, Authorized Person	03/20/2019
**Signature of Reporting Person	Date
Centre Capital Investors V LP, By: /s/ Bruce G. Pollack, Authorized Person	03/20/2019
**Signature of Reporting Person	Date
Centre Partners V LLC, By: /s/ William Tomai, Authorized Person	03/20/2019
**Signature of Reporting Person	Date
JRJ V LP, By: JRJ Inc., Its: General Partner, By: /s/ Bruce G. Pollack, President	03/20/2019
**Signature of Reporting Person	Date
Harwich Road V LP, By: Harwich Road Inc., Its: General Partner, By: /s/ David L. Jaffe, President	03/20/2019
**Signature of Reporting Person	Date
JRJ Inc., By: /s/ Bruce G. Pollack, President	03/20/2019
**Signature of Reporting Person	Date

