

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): **September 17, 2008**

**Lifetime Brands, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**0-19254**

(Commission File Number)

**11-2682486**

(IRS Employer Identification No.)

**1000 Stewart Avenue, Garden City, New York 11530**

(Address of Principal Executive Offices)(Zip Code)

(Registrant's Telephone Number, Including Area Code)**516-683-6000**

(Former Name or Former Address, if Changed Since Last Report)**N/A**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 2.05. Costs Associated with Exit or Disposal Activities**

On September 17, 2008, the Board of Directors of Lifetime Brands, Inc. (the "Company") committed to a plan to: (i) Close all 53 of the Company's remaining outlet retail stores, and (ii) Close the Company's York, Pennsylvania distribution center in 2009. A copy of the Company's press release announcing the plan is attached as Exhibit 99.1.

The Company expects that it will record pre-tax charges related to the plan of up to \$22.5 million consisting of the following (in thousands):

Lease obligations	\$ 11,000
Asset impairment charges	7,500
Employee related expenses	2,000
Consulting expenses	2,000
Total	<u>\$ 22,500</u>

**Item 2.06. Material Impairments**

The disclosure contained in "Item 2.05. Costs Associated with Exit or Disposal Activities" of this Current Report on Form 8-K is hereby incorporated by reference into this Item 2.06.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

99.1 [Press Release dated September 22, 2008.](#)

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Lifetime Brands, Inc.

By: /s/ Laurence Winoker

---

Laurence Winoker  
Senior Vice President – Finance, Treasurer  
and Chief Financial Officer

Date: September 22, 2008



**LIFETIME BRANDS TO CLOSE OUTLET RETAIL STORES  
AND YORK, PA DISTRIBUTION CENTER**

**GARDEN CITY, NY, September 22, 2008** – Lifetime Brands, Inc. (Nasdaq: LCUT), North America’s leading resource for nationally branded kitchenware, tabletop and home décor products, today announced it will close all of its remaining 53 outlet retail stores. The stores being closed by Lifetime include 39 Pfaltzgraff® factory stores, 8 Farberware® outlet retail stores and 6 clearance stores. The Company also plans to close its York, Pennsylvania distribution facility in 2009. The Company will continue to operate its Internet and mail order catalog businesses.

The Company has entered into an agreement with a joint venture between Gordon Brothers Retail Partners, LLC and Hilco Merchant Resources, LLC to manage and operate inventory clearance sales at the stores. The Company expects that such inventory clearance sales will begin on or about September 23, 2008, and will be completed by December 31, 2008. Lifetime has also entered into an agreement with RCS Real Estate Advisors with respect to terminating the leases for the stores.

The Company expects to incur a pre-tax, non-cash charge of up to approximately \$7.5 million with respect to the write-off of fixed assets associated with the stores, the York distribution center and related operations. The Company expects to record a portion of this charge in the quarter ending September 30, 2008. In addition, the Company expects that it will incur approximately \$15.0 million of other pre-tax charges, which it expects to record largely in the quarter ending December 31, 2008. The Company estimates that the cash proceeds from the inventory clearance sales will exceed the cash charges incurred with respect to the store and distribution center closings and related restructuring actions.

Jeffrey Siegel, Lifetime’s Chairman, President and Chief Executive Officer commented, “Despite the many actions we have taken to streamline and improve the operations of the retail stores, in today’s difficult retail environment they have continued to encumber our Company’s earnings. In addition to eliminating this burden, today’s actions will enable us to focus our efforts on growing our core wholesale business.”

**About Lifetime Brands, Inc.**

Lifetime Brands is North America’s leading resource for nationally branded kitchenware, tabletop and home décor products. The Company markets its products under many of the industry’s best known brands, including Farberware®, KitchenAid®, Pfaltzgraff®, Mikasa®, Cuisinart®, Block® China and Crystal, Calvin Klein®, CasaModa®, Cuisine de France®, Gorham®, Hoffritz®, International® Silver, Joseph Abboud™, Kamenstein®, Kirk Stieff®, Melannco®, Nautica®, Pedrini®, Roshco®, Sabatier®, Sasaki®, Towle® Silversmiths, Tuttle®, Wallace® and Vasconia®. Lifetime’s products are distributed through most major retailers in North America.

The information herein contains certain forward-looking statements including statements concerning the Company’s future prospects. These statements involve risks and uncertainties, including risks relating to general economic conditions and risks relating to the Company’s operations, such as the risk of loss of major customers and risks relating to changes in demand for the Company’s products, as detailed from time to time in the Company’s filings with the Securities and Exchange Commission.

**COMPANY CONTACT:**

Christian G. Kasper  
Senior Vice President  
(516) 203-3590  
[chris.kasper@lifetimebrands.com](mailto:chris.kasper@lifetimebrands.com)

**INVESTOR RELATIONS:**

Harriet Fried / Jody Burfening  
Lippert/Heilshorn & Assoc.  
(212) 838-3777  
[hfried@lhai.com](mailto:hfried@lhai.com)