

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Miller Laura</u> (Last) (First) (Middle) <u>1312 HARBOR ROAD</u> (Street) <u>HEWLETT HARBOR NY 11557</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LIFETIME BRANDS, INC [LCUT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/23/2005</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01 per share	11/23/2005		S		30,000 ⁽¹⁾⁽²⁾	D	\$20.24	74,727 ⁽³⁾	I	⁽³⁾
Common Stock, par value \$.01 per share	11/23/2005		S		195,000 ⁽¹⁾⁽²⁾	D	\$20.24	158,635 ⁽⁴⁾	I	⁽⁴⁾
Common Stock, par value \$.01 per share	11/23/2005		S		164,029 ⁽¹⁾⁽²⁾	D	\$20.24	422,909 ⁽⁵⁾	I	⁽⁵⁾

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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

Explanation of Responses:

- Pursuant to an Underwriting Agreement, dated November 17, 2005, and in connection with the registered public offering of shares of common stock, par value \$.01 per share (the "Common Stock") of Lifetime Brands, Inc. (the "Company"), by the Company and certain selling stockholders, including three irrevocable trusts for the benefit of the children of Laura Miller of which she is the sole trustee (the "Children's Trusts"), two irrevocable trusts for the benefit of Laura Miller of which she and her siblings (Jodie Glickman and Bruce Cohen) are the trustees (the "Laura Miller Trusts"), and two irrevocable trusts for the benefit of Jodie Glickman of which Jodie Glickman, Laura Miller and Bruce Cohen are the trustees (the "Jodie Glickman Trusts"), (continued in Footnote 2)
- (continuation of Footnote 1) pursuant to a registration statement on Form S-3 (Registration Statement No. 333-129345) filed by the Company which was declared effective by the Securities and Exchange Commission on November 17, 2005, which offering was consummated on November 23, 2005, the Children's Trusts sold, in the aggregate, 30,000 shares of Common Stock, the Laura Miller Trusts sold, in the aggregate, 195,000 shares of Common Stock, and the Jodie Glickman Trusts sold, in the aggregate, 164,629 shares of Common Stock.
- Represents shares held in the Children's Trusts.
- Represents shares held in the Laura Miller Trusts.
- Represents shares held in the Jodie Glickman Trusts and an irrevocable trust for the benefit of Bruce Cohen for which Laura Miller, Jodie Glickman and Bruce Cohen serve as the trustees.

Remarks:

/s/ Laura Miller 11/23/2005
 ** Signature of Reporting Person Date

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

* 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).

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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