

KID BRANDS, INC  
Form 4  
July 12, 2013

**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 \*  
Zimmerman Michael

(Last) (First) (Middle)

C/O PRENTICE CAPITAL  
MANAGEMENT, L.P., 623 FIFTH  
AVENUE, 32ND FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/10/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, \$0.10 stated value	07/10/2013		A		5,000 <sub>(1)</sub>	A	\$ 0
Common Stock, \$0.10 stated value					15,000 <sub>(2)</sub>	D	
Common Stock, \$0.10 stated value					61,640	I	see footnote <sup>(3)</sup>
Common Stock, \$0.10 stated value					4,399,733	I	see footnote <sup>(4)</sup>

value

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

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(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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
STOCK APPRECIATION RIGHT	\$ 1.53	07/10/2013		A	15,000	(5) 07/10/2023	COMMON STOCK	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zimmerman Michael C/O PRENTICE CAPITAL MANAGEMENT, L.P. 623 FIFTH AVENUE, 32ND FLOOR NEW YORK, NY 10022	X			

## Signatures

/s/ Michael  
Zimmerman 07/12/2013

\*\*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) Represents restricted stock units ("RSUs") granted on July 10, 2013 pursuant to the Issuer's Equity Incentive Plan (the "EIP"), which vest ratably over a five-year period commencing July 10, 2014.
- (2) Includes: (i) 5,000 unvested RSUs granted on August 14, 2012 pursuant to the EIP, which vest ratably over a 5-year period commencing August 14, 2013; and (ii) 4,000 unvested RSUs (out of an original grant of 5,000 RSUs on July 19, 2011 pursuant to the EIP, which vest

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ratably over a five-year period commencing July 19, 2012).

- (3) Represents common stock of the Issuer purchased by PrenKid LLC, a limited liability company owned 50% by the reporting person and 50% by Mario Ciampi, another director of the Issuer.

Prentice Capital Management, LP (the "Investment Manager") serves as investment manager to Prentice Consumer Partners, L.P. and certain managed accounts (the "Investment Entities"). The Investment Entities own 4,399,733 shares of the Issuer's common stock (the

- (4) "Prentice Shares"). Mr. Zimmerman is responsible for the supervision and conduct of all investment activities of the Investment Manager, including, without limitation, for all investment decisions with respect to the assets of the Investment Entities. Neither the Investment Manager nor Mr. Zimmerman directly own the Prentice Shares. Each of the Investment Manager and Mr. Zimmerman disclaims any beneficial ownership of the Prentice Shares to the extent such beneficial ownership exceeds such person's pecuniary interest therein.

- (5) Represents Stock Appreciation Rights ("SARs") granted on July 10, 2013 pursuant to the EIP, which vest ratably over a five-year period commencing July 10, 2014.

Includes: (i) 14,250 SARs granted on August 14, 2012 pursuant to the EIP at an exercise price of \$1.41 per share, which vest ratably over a five-year period commencing August 14, 2013 and expire on August 14, 2022; (ii) 14,250 SARs granted on July 19, 2011 pursuant to

- (6) the EIP at an exercise price of \$5.17 per share, which vest ratably over a five-year period commencing July 19, 2012, and expire on July 19, 2021; and (iii) 15,000 SARs granted on July 15, 2010 pursuant to the EIP at an exercise price of \$8.17 per share, which vest ratably over a five-year period commencing July 15, 2011 and expire on July 15, 2020.

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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