

LIFETIME BRANDS, INC  
Form 8-K  
June 10, 2014

**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): June 10, 2014**

**Lifetime Brands, Inc.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**

**(State or Other Jurisdiction of Incorporation)**

**0-19254**  
**(Commission)**

**11-2682486**  
**(IRS Employer)**

**File Number)** **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 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

Effective June 10, 2014, the Company's Board of Directors amended and restated the Company's by-laws (as amended and restated, the Amended By-Laws ). The amendment contained in the Amended By-Laws changed and updated the Amended By-Laws by decreasing the threshold for further amendment of the Amended By-Laws by the stockholders of the Company from three-fourths of the issued and outstanding stock entitled to vote at a stockholder meeting to a majority of the issued and outstanding stock entitled to vote at a stockholder meeting.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

3.1 Amended and Restated By-Laws of Lifetime Brands, Inc.

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: June 10, 2014