

KID BRANDS, INC  
Form 4  
February 06, 2014

**FORM 4**

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

OMB APPROVAL

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

**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)  
02/05/2014

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	02/05/2014		A		9,146 <sub>(1)</sub>	A	\$ 0
Common Stock, \$0.10 stated value					24,146 <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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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 Derivatives 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. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## 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/ Jodie Simon Friedman, Attorney  
in Fact 02/05/2014  
 \_\_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 common stock issued at fair market value under the Issuer's 2013 Equity Incentive Plan in lieu of a semi-annual retainer fee of \$7,500.
- (2) Includes: (i) 5,000 unvested restricted stock units ("RSUs") granted on July 10, 2013 pursuant to the Issuer's 2008 Equity Incentive Plan (the "2008 EIP"), which vest ratably over a five-year period commencing July 10, 2014; (ii) 4,000 unvested RSUs (out of an original grant of 5,000 RSUs on August 14, 2012 pursuant to the 2008 EIP, which vest ratably over a 5-year period commencing August 14,

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2013); and (ii) 3,000 unvested RSUs (out of an original grant of 5,000 RSUs on July 19, 2011 pursuant to the 2008 EIP, which vest 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 "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.

### Remarks:

Exhibit List

Exhibit 24 - Power of Attorney

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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