

DEPARTMENT 56 INC
Form 8-K
August 09, 2002

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: **August 9, 2002**

Date of Earliest Event Reported: **August 9, 2002**

DEPARTMENT 56, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation or organization)

1-11908

(Commission File Number)

13-3684956

(I.R.S. Employer Identification No.)

One Village Place, 6436 City West Parkway, Eden Prairie, MN 55344

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: **(952) 944-5600**

Item 9. REGULATION FD DISCLOSURE

On August 9, 2002, Department 56, Inc. (the Company) filed its Quarterly Report on Form 10-Q for the quarter ended June 29, 2002, with the Securities and Exchange Commission. Accompanying the Quarterly Report as correspondence were the transmittal letter and certification of the Company's Chief Executive Officer, Susan E. Engel, and Chief Financial Officer, Timothy J. Schugel, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, to be codified at 18 U.S.C. Section 1350 (Subsections (a) & (b)), attached as exhibits hereto.

The transmittal letter and certifications attached as exhibits hereto are being furnished solely pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 and are not being filed as part of the Company's Quarterly Report on Form 10-Q for the quarter ended June 29, 2002, or as a separate disclosure document. The information included in this Current Report on Form 8-K (including the exhibits hereto) shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended.

SIGNATURES

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 hereunto duly authorized.

DEPARTMENT 56, INC.

/s/ Susan E. Engel

Susan E. Engel
Chief Executive Officer

Dated: August 9, 2002

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Transmittal Letter, dated August 9, 2002. |
| 99.2 | Certification of Chief Executive Officer |
| 99.3 | Certification of Chief Financial Officer |