TIFFANY & CO Form 4/A December 11, 2013

FORM 4

Check this box

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

OMB APPROVAL

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5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

See Instruction 1(b).

1. Name and Address of Reporting Person *

(Print or Type Responses)

Common

Stock \$0.1

Par

SHUTZER WILLIAM A			Symbol	•					Issuer				
			TIFFAN	TIFFANY & CO [TIF]					(Check all applicable)				
(Last) (First) (Middle)			3. Date of	3. Date of Earliest Transaction					` ′				
			(Month/D	ay/Year)				_X_ Director		6 Owner			
TIFFANY & CO., 727 FIFTH		10/31/20	10/31/2013					Officer (give title Other (specify					
AVENUE									below) below)				
(Street)			4. If Ame	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
			Filed(Mon	Filed(Month/Day/Year)					Applicable Line)				
	11/01/20	11/01/2013					_X_ Form filed by One Reporting Person						
NEW YORK, NY 10022									Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned			
1.Title of	2. Transaction I	Date 2A. D	eemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of			
Security	Security (Month/Day/Year) Execution		tion Date, if	* * * *				Securities	Form: Direct	Indirect			
(Instr. 3)			1.05 (57)	Code Disposed of (D)			Beneficially	(D) or	Beneficial				
		(Mont	h/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)				
								Reported	(111801.4)	(111811.4)			
						(A)		Transaction(s)					
				Code V	A 4	or (D)	Price	(Instr. 3 and 4)					
Common				Code v	Amount	(D)	Price						
Stock \$.01	10/21/2012			т	5,000	D	\$ 0	107,500 (1)	T	By KJC			
	10/31/2013			J	5,000	D	\$0	107,300 (1)	I	Ltd.			
Par													
Common													
Stock \$.01								133,809	D (2)				
Par													

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

By Article

IV Trust (3)

32.210

Ι

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date		Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative			Securities				(Instr. 3	3 and 4)		Owne
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date E	Expiration		Of Title Number		
						Exercisable	Date	Title Number of			
				C-J- V	(A) (D)						
				Coue v	(A) (D)			7	Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SHUTZER WILLIAM A TIFFANY & CO. 727 FIFTH AVENUE NEW YORK, NY 10022

X

Signatures

/s/ Patrick B. Dorsey, Attorney-in-Fact

12/11/2013

**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) Shares were distributed from KJC Ltd. a Delaware limited partnership of which the reporting person is the sole general partner to one of the limited partners. Reporting person disclaims beneficial ownership of Tiffany & Co. stock held by KJC Ltd.
- (2) 979 shares in the total are shares underlying restricted stock units.
- (3) Article IV trust dated August 1, 2012 for one of the reporting person's adult children. Reporting person's spouse, Faye Shutzer, is the sole trustee of the trust. Reporting person disclaims beneficial ownership of the Tiffany & Co. stock held by the trust.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2