Edgar Filing: TIFFANY & CO - Form 4

TIFFANY & CO

Form 4	00										
January 21, 2	014										
FORM	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSI					COMMERION	OMB APPROVAL				
	UNITEL	STATES		hington,			NGE (COMMISSION	OMB Number:	3235-0287	
Check this if no long subject to								NERSHIP OF	Expires: Estimated a	January 31, 2005 average	
Section 16 Form 4 or	SECURITIES						burden hou response	irs per			
Form 5 obligation may conti <i>See</i> Instru 1(b).	$\frac{1}{1}$ Section 17	(a) of the		ility Hold	ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40			
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u></u> BERGER GROSS VICTORIA			2. Issuer Name and Ticker or Trading Symbol				g	5. Relationship of Reporting Person(s) to Issuer			
				Y & CO				(Cheo	ck all applicable	e)	
(Last) (First) (Middle) TIFFANY & CO., 727 FIFTH			3. Date of Earliest Transaction (Month/Day/Year) 01/16/2014					Director 10% Owner X Officer (give title Other (specify below) below)			
AVENUE								· · · · · · · · · · · · · · · · · · ·	VICE PRESIE	DENT	
(Street) NEW YORK, NY 10022			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check			
								Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
								Person			
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	ecurit	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	r) Executi any	emed on Date, if /Day/Year)	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) of of (D) 4 and)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock \$.01 Par								33,564	D		

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		4. 5. Number of TransactiorDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Performance-based Restricted Stock Units	\$ 0 <u>(1)</u>	01/16/2014		A <u>(2)</u>	9,400	(3)	(3)	Common Stock
Employee Stock Option (Right to Buy)	\$ 88.77	01/16/2014		A <u>(2)</u>	13,500	<u>(4)</u>	01/16/2024	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BERGER GROSS VICTORIA TIFFANY & CO. 727 FIFTH AVENUE NEW YORK, NY 10022			SENIOR VICE PRESIDENT				
Signatures							
/s/ Patrick B. Dorsey, Attorney-in-Fact		01/21/2014					
<u>**</u> 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) The performance-based restricted stock units convert to the company's common stock on a one-for-one basis.

(2) Granted pursuant to the Tiffany & Co. 2005 Employee Incentive Plan, which complies with Rule 16(b)-3.

All or a percentage of the units will be converted to common stock if issuer satisfies financial performance criteria for the three-year(3) performance period ending January 31, 2017. Performance-based restricted stock units not eligible for conversion at the end of the performance period will be canceled.

(4) The option vests in four equal annual installments on January 16, 2015, 2016, 2017 and 2018.

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.