

Davey Andrea
Form 4
January 22, 2019

FORM 4

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

OMB APPROVAL

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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 *
Davey Andrea

(Last) (First) (Middle)

TIFFANY & CO., 200 FIFTH AVENUE

(Street)

NEW YORK, NY 10010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TIFFANY & CO [TIF]

3. Date of Earliest Transaction (Month/Day/Year)
01/17/2019

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)

Senior Vice President

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)
				(A) or (D)	Price		
Common Stock \$.01 Par	01/17/2019		M	273	A <u>(1)</u> 3,173	D	
Common Stock \$.01 Par	01/17/2019		M	5	A <u>(2)</u> 3,178	D	
Common Stock \$.01 Par	01/17/2019		F	109 <u>(3)</u>	D \$ 83.39 3,069	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)

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 Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Option (Right to Buy)	\$ 85.26	01/17/2019		A ⁽⁴⁾	11,400	⁽⁵⁾ 01/17/2029	Common Stock \$.01 Par
Restricted Stock Units	⁽⁶⁾	01/17/2019		A ⁽⁴⁾	2,092	⁽⁶⁾ ⁽⁶⁾	Common Stock \$.01 Par
Performance-based Restricted Stock Units	⁽⁷⁾	01/17/2019		A ⁽⁴⁾	8,358	⁽⁸⁾ ⁽⁸⁾	Common Stock \$.01 Par
Restricted Stock Units	⁽¹⁾	01/17/2019		M	273	⁽¹⁾ ⁽¹⁾	Common Stock \$.01 Par
Dividend Equivalent Units	⁽²⁾	01/17/2019		M	5	⁽²⁾ ⁽²⁾	Common Stock \$.01 Par

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Davey Andrea TIFFANY & CO. 200 FIFTH AVENUE NEW YORK, NY 10010			Senior Vice President	

Signatures

/s/ Catherine W.H. So,
Attorney-in-Fact

01/22/2019

