TIFFANY & CO Form 4 January 17, 2003

### FORM 4

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

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

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response...0.5

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Address			e <b>and</b> Tick <b>CO. TIF</b>	er or Tr	Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (I TIFFANY & CO. 727 FIFTH AVEN	of Reporting Person,					ratement for hth/Day/Year mary 16, 2003	X 10 X Ot	X Director 10% Owner X Officer (give title below) Other (specify below)  PRESIDENT AND CEO				
NEW YORK, NY						Amendment, e of Original nth/Day/Year)	(C <u><b>X</b></u> Pe	7. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	p)	Tal	ble I	Non-De	rivativ	e Secu	Securities Acquired, Disposed of, or Beneficially Owned					
1. Title of Security (Instr. 3)	action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Tran action Code (Instr. 8		4. Securiti (A) or Dis (Instr. 3, 4) Amount	posed of & 5)	f (D)	(D) Securities Beneficially Owned Follow-		6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)  7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock \$.01 Par						(=')			152,000	D		

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

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# FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

F	1. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number	6. Date Exercisable	7. Title and Amount	8. Price of	9. Number of	10.
7	Derivative Security	sion or	action	Deemed	Trans-	of	and Expiration	of Underlying	Derivative	Derivative	Owne
	,	Exercise	Date	Execution	action	Derivative	Date	Securities	Security	Securities	ship
(	(Instr. 3)	Price of	1	Date,	Code	Securities	(Month/Day/	(Instr. 3 & 4)	(Instr. 5)	Beneficially	Form
	, ,	Derivative	(Month/	if any	1	Acquired	Year)			Owned	of Der
	, ,	Security	Day/	(Month/	(Instr.	(A) or	1			Following	ative
	, '	1 '	Year)	Day/	8)	Disposed of	1			Reported	Securi

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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		Year)			(D) (Instr. 3, 4 & 5)							Direct (D) or Indire
			Code	V	(A)	` /	Exer-cisable	Expira- tion Date		Amount or Number of Shares		(I) (Instr.
NON-QUALIFIED STOCK OPTION (RIGHT TO BUY)	01/16/03		A		195,000		01/16/04 <u>(1)</u>	01/16/13	COMMON	195,000	195,000	D

Explanation of Responses:

(1) Options become exercisable in four equal installments. Date represents date on which first installment becomes exercisable. Three remaining installments become exercisable on subsequent anniversaries of such date.

By: /s/ Patrick B. Dorsey, Attorney-In-Fact
Patrick B. Dorsey
Date

\*\*Signature of Reporting Person

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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MICHAEL J. KOWALSKI

LIMITED POWER OF ATTORNEY FOR

SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that the undersigned hereby makes, constitutes and appoints each of P

- (1) seek or obtain, as the undersigned's representative and on the undersigned's behalf, EDGAR Ac
- (2) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments t
- (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, informat
- (4) perform any and all other acts which in the discretion of such attorney-in-fact are necessary.

  The undersigned acknowledges that:
- (1) this Power of Attorney authorizes, but does not require, each such attorney-in-fact to act in
- (2) any documents prepared and/or executed by either such attorney-in-fact on behalf of the under
- (3) neither the Company nor either of such attorneys-in-fact assumes (i) any liability for the un
- (4) this Power of Attorney does not relieve the undersigned from responsibility for compliance wi

The undersigned hereby gives and grants each of the foregoing attorneys-in-fact full power and automorphism  $\frac{1}{2}$ 

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in

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By: /s/ Michael J. Kowalski

Michael J. Kowalski

Date: October 30, 2002