Edgar Filing: TIFFANY & CO - Form 4

TIFFANY & CO

Form 4										
January 20, 2										
FORM	4 UNITED	STATES		ITIES Al hington,			NGE (COMMISSION		9PROVAL 3235-0287
Check this if no longe subject to Section 16 Form 4 or	F CHANGES IN BENEFICIAL OW SECURITIES					NERSHIP OF	Expires: Estimated a burden hou response	irs per		
Form 5 obligation may conti <i>See</i> Instru- 1(b).	nue. Section 17(a) of the	Public Ut		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> DORSEY PATRICK B			2. Issuer Name and Ticker or Trading Symbol TIFFANY & CO [TIF]				g	5. Relationship of Reporting Person(s) to Issuer		
<i>a</i>)								(Cheo	ck all applicable	e)
(Last) (First) (Middle) TIFFANY & CO., 727 FIFTH AVENUE			3. Date of Earliest Transaction(Month/Day/Year)01/18/2012					Director 10% Owner X Officer (give title Other (specify below) below) SENIOR VICE PRESIDENT		
			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 		
NEW YORK	K, NY 10022								More than One Re	
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution Execut	emed on Date, if Day/Year)	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, -	(A) o of (D 4 and (A) or) 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock \$.01 Par				Code V	Amount	(D)	Price	23,505	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 (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day	Date	7. Title and A Underlying S (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Performance-based Restricted Stock Unit	\$ 0 <u>(1)</u>	01/18/2012		A <u>(2)</u>	16,400	(3)	(3)	Common Stock
Employee Stock Option (Right to Buy)	\$ 60.54	01/18/2012		A <u>(2)</u>	23,000	<u>(4)</u>	01/18/2022	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
DORSEY PATRICK B TIFFANY & CO. 727 FIFTH AVENUE NEW YORK, NY 10022			SENIOR VICE PRESIDENT			
Signatures						

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/s/ Patrick B. Dorsey	01/20/2012
<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, 2015. 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 18, 2013, 2014, 2015 and 2016.

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.