

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | |
|---|--|--|
| 1. Name and Address of Reporting Person* <u>Galtie Philippe</u> (Last) (First) (Middle) TIFFANY & CO. 200 FIFTH AVENUE (Street) NEW YORK NY 10010 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>TIFFANY & CO [TIF]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior Vice President</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>01/22/2018</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------------------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock \$.01 Par | 01/22/2018 | | M | | 9,706 | A | \$81.44 | 10,813 | D | |
| Common Stock \$.01 Par | 01/22/2018 | | M | | 4,194 | A | \$79.23 | 15,007 | D | |
| Common Stock \$.01 Par | 01/22/2018 | | M | | 15,938 | A | \$61.8 | 30,945 | D | |
| Common Stock \$.01 Par | 01/22/2018 | | S | | 24,758 | D | \$109.7917 ⁽¹⁾ | 6,187 | D | |

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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------|--|-----------------|---|--|--|---|--|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Employee Stock Option (Right to Buy) | \$81.44 | 01/22/2018 | | M | | | 9,706 | (2) | 09/16/2025 | Common Stock \$.01 Par | 9,706 | \$0 | 9,704 ⁽³⁾ | D | |
| Employee Stock Option (Right to Buy) | \$79.23 | 01/22/2018 | | M | | | 4,194 | (4) | 01/19/2027 | Common Stock \$.01 Par | 4,194 | \$0 | 12,582 ⁽⁵⁾ | D | |
| Employee Stock Option (Right to Buy) | \$61.8 | 01/22/2018 | | M | | | 15,938 | (6) | 01/20/2026 | Common Stock \$.01 Par | 15,938 | \$0 | 15,938 ⁽⁷⁾ | D | |

Explanation of Responses:

- The price in Column 4 is a weighted average price. The price actually received ranged from 109.7000 to \$109.9328 per share. The reporting person's broker has provided to the issuer and the issuer will provide any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- Option granted pursuant to the Tiffany & Co. 2014 Employee Incentive Plan, which complies with Rule 16b-3, on September 16, 2015. The option vests in four equal annual installments on September 16, 2016, 2017, 2018 and 2019.
- Total grant 19,410 shares. 0 shares previously exercised.
- Option granted pursuant to the Tiffany & Co. 2014 Employee Incentive Plan, which complies with Rule 16b-3, on January 19, 2017. The option vests in four equal annual installments on January 19, 2018, 2019, 2020 and 2021.

5. Total grant 16,776 shares. 0 shares previously exercised.

6. Option granted pursuant to the Tiffany & Co. 2014 Employee Incentive Plan, which complies with Rule 16b-3, on January 20, 2016. The option vests in four equal annual installments on January 20, 2017, 2018, 2019 and 2020.

7. Total grant 31,876 shares. 0 shares previously exercised.

Remarks:

/s/ John C. Duffy, Attorney-in-Fact 01/24/2018

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.