

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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 &amp; 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>Executive Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/30/2019</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	12/30/2019		M		9,704	A	\$81.44	23,890	D	
Common Stock \$.01 Par	12/30/2019		M		14,438	A	\$61.8	38,328	D	
Common Stock \$.01 Par	12/30/2019		M		12,582	A	\$79.23	50,910	D	
Common Stock \$.01 Par	12/30/2019		M		24,984	A	\$91.87	75,894	D	
Common Stock \$.01 Par	12/30/2019		M		30,063	A	\$108.99	105,957	D	
Common Stock \$.01 Par	12/30/2019		M		25,592	A	\$85.26	131,549	D	
Common Stock \$.01 Par	12/30/2019		S		99,968	D	\$133.5309 <sup>(1)</sup>	31,581	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	12/30/2019		M			9,704	(2)	09/16/2025	Common Stock \$.01 Par	9,704	\$0	0 <sup>(3)</sup>	D	
Employee Stock Option (Right to Buy)	\$61.8	12/30/2019		M			14,438	(4)	01/20/2026	Common Stock \$.01 Par	14,438	\$0	0 <sup>(5)</sup>	D	
Employee Stock Option (Right to Buy)	\$79.23	12/30/2019		M			12,582	(6)	01/19/2027	Common Stock \$.01 Par	12,582	\$0	0 <sup>(7)</sup>	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	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$91.87	12/30/2019		M			24,984	(8)	07/19/2027	Common Stock \$0.01 Par	24,984	\$0	8,328 <sup>(9)</sup>	D	
Employee Stock Option (Right to Buy)	\$108.99	12/30/2019		M			30,063	(10)	01/17/2028	Common Stock \$0.01 Par	30,063	\$0	10,021 <sup>(11)</sup>	D	
Employee Stock Option (Right to Buy)	\$85.26	12/30/2019		M			25,592	(12)	01/17/2029	Common Stock \$0.01 Par	25,592	\$0	25,592 <sup>(13)</sup>	D	

**Explanation of Responses:**

- The price in Column 4 is a weighted average price. The price actually received ranged from \$133.4600 to \$133.6800 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. The proceeds of the sale were applied to pay the exercise price, applicable taxes and commissions in connection with the exercise of the underlying options.
- Options granted pursuant to the Tiffany & Co. 2014 Employee Incentive Plan, which complies with Rule 16b-3, on September 16, 2015. The options vested in equal installments on September 16, 2016, 2017, 2018 and 2019.
- Total grant 19,410 shares. 9,706 shares previously exercised.
- Options granted pursuant to the Tiffany & Co. 2014 Employee Incentive Plan, which complies with Rule 16b-3, on January 20, 2016. The options were originally scheduled to vest in equal installments on January 20, 2017, 2018, 2019 and 2020. 7,969 options that were initially scheduled to vest on January 20, 2020 were accelerated and vested on December 17, 2019.
- Total grant 31,876 shares. 17,438 shares previously exercised.
- Options granted pursuant to the Tiffany & Co. 2014 Employee Incentive Plan, which complies with Rule 16b-3, on January 19, 2017. The options were originally scheduled to vest in equal installments on January 19, 2018, 2019, 2020 and 2021. 4,194 options that were initially scheduled to vest on January 19, 2020, and 4,194 options that were initially scheduled to vest on January 19, 2021, were accelerated and vested on December 17, 2019.
- Total grant 16,776 shares. 4,194 shares previously exercised.
- Options granted pursuant to the Tiffany & Co. 2014 Employee Incentive Plan, which complies with Rule 16b-3, on July 19, 2017. The options were originally scheduled to vest in equal installments on July 19, 2018, 2019, 2020 and 2021. 8,328 options that were initially scheduled to vest on July 19, 2020 were accelerated and vested on December 17, 2019. The remaining 8,328 options subject to this grant are scheduled to vest on the original vesting date of July 19, 2021.
- Total grant 33,312 shares. 0 shares previously exercised.
- Options granted pursuant to the Tiffany & Co. 2014 Employee Incentive Plan, which complies with Rule 16b-3, on January 17, 2018. The options were originally scheduled to vest in equal installments on January 17, 2019, 2020, 2021 and 2022. 10,021 options that were initially scheduled to vest on January 17, 2020, and 10,021 options that were initially scheduled to vest on January 17, 2021, were accelerated and vested on December 17, 2019. The remaining 10,021 options subject to this grant are scheduled to vest on the original vesting date of January 17, 2022.
- Total grant 40,084 shares. 0 shares previously exercised.
- Options granted pursuant to the Tiffany & Co. 2014 Employee Incentive Plan, which complies with Rule 16b-3, on January 17, 2019. The options were originally scheduled to vest in equal installments on January 17, 2020, 2021, 2022 and 2023. 12,796 options that were initially scheduled to vest on January 17, 2020, and 12,796 options that were initially scheduled to vest on January 17, 2021, were accelerated and vested on December 17, 2019. The remaining 25,592 options subject to this grant are scheduled to vest in equal installments on the original vesting dates of January 17, 2022 and 2023.
- Total grant 51,184 shares. 0 shares previously exercised.

**Remarks:**

/s/ John C. Duffy, Attorney-in-Fact      01/02/2020

\*\* 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.

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