

TIFFANY & CO
Form 3
January 24, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

| | | | | | |
|--|---|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Cloud Pamela H</p> <p>(Last) (First) (Middle)</p> <p>TIFFANY & CO., 727 FIFTH AVENUE</p> <p>(Street)</p> <p>NEW YORK, NY 10022</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/22/2007</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>TIFFANY & CO [TIF]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Senior Vice President</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock \$.01 par | 5,606 ⁽¹⁾ | D | ^ |
| Common Stock \$.01 par | 425 | I | BY ESOP |

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

Edgar Filing: TIFFANY & CO - Form 3

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--|---------------------------|-----------------|---------------------------|----------------------------|---------------------|---|------------|
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(2)</u> | 01/14/1999 ⁽³⁾ | 01/14/2009 | COMMON STOCK \$.01 PAR | 4,000 | \$ 9.4844 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(2)</u> | 01/21/2000 ⁽³⁾ | 01/21/2009 | COMMON STOCK \$.01 PAR | 4,000 | \$ 14.9766 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(2)</u> | 01/20/2001 ⁽³⁾ | 01/20/2010 | COMMON STOCK \$.01 PAR | 6,000 | \$ 42.0782 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(2)</u> | 01/18/2002 ⁽³⁾ | 01/18/2011 | COMMON STOCK \$.01 PAR | 5,000 | \$ 32.47 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(2)</u> | 01/16/2003 ⁽³⁾ | 01/16/2012 | COMMON STOCK \$.01 PAR | 7,000 | \$ 34.02 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(2)</u> | 01/16/2004 ⁽³⁾ | 01/16/2013 | COMMON STOCK \$.01 PAR | 7,000 | \$ 25.845 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(2)</u> | 01/15/2005 ⁽³⁾ | 01/15/2014 | COMMON STOCK \$.01 PAR | 7,000 | \$ 39.75 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(2)</u> | 09/16/2005 ⁽³⁾ | 09/16/2014 | COMMON STOCK \$.01 PAR | 10,000 | \$ 32.245 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(2)</u> | 01/20/2006 ⁽³⁾ | 01/20/2015 | COMMON STOCK \$.01 PAR | 5,920 | \$ 31.675 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(2)</u> | 01/18/2008 ⁽³⁾ | 01/20/2018 | COMMON STOCK \$.01 PAR | 8,000 | \$ 40.15 | D | Â |
| PERFORMANCE-BASED RESTRICTED STOCK UNIT | Â <u>(1)(4)</u> | Â <u>(4)</u> | COMMON STOCK \$.01 PAR | 7,000 | \$ <u>(1)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cloud Pamela H | Â | Â | Â Senior Vice President | Â |

TIFFANY & CO.
727 FIFTH AVENUE
NEW YORK, NY 10022

Signatures

/s/ Patrick B. Dorsey,
Attorney-in-Fact

01/23/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) 4,617 shares in the total are shares underlying RSUs.

(2) Options Granted under 16(b)(3) Employee Stock Option Plan.

(3) Options become exercisable in four equal installments. Date represents date on which first installment becomes/became exercisable. Three remaining installments of 25% each become exercisable on subsequent anniversaries of the grant date.

All or a percentage of the units will be converted to common stock if issuer satisfies financial performance criteria for the three-year performance period ending January 18, 2010. Performance-based restricted stock units not eligible for conversion at the end of the performance period will be canceled.

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.