

Bogliolo Alessandro  
Form 4  
January 19, 2018

**FORM 4**

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

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 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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Bogliolo Alessandro

(Last) (First) (Middle)

TIFFANY & CO., 200 FIFTH  
AVENUE

(Street)

NEW YORK, NY 10010

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

TIFFANY & CO [TIF]

3. Date of Earliest Transaction  
(Month/Day/Year)

01/17/2018

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**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)
No Securities Are Beneficially Owned			Code	V	Amount	(D)	Price

0

D

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

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information contained in this form are not  
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SEC 1474  
(9-02)

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**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 Underlying (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right to Buy)	\$ 108.99	01/17/2018		A <sup>(1)</sup>		169,092		<sup>(2)</sup>	01/17/2028	Common Stock \$.01 Par
Employee Stock Option (Right to Buy)	\$ 108.99	01/17/2018		A <sup>(1)</sup>		70,143		<sup>(3)</sup>	01/17/2028	Common Stock \$.01 Par
Performance-based Restricted Stock Units	<sup>(4)</sup>	01/17/2018		A <sup>(1)</sup>		61,934		<sup>(5)</sup>	<sup>(5)</sup>	Common Stock \$.01 Par
Restricted Stock Units	<sup>(6)</sup>	01/17/2018		A <sup>(1)</sup>		12,846		<sup>(6)</sup>	<sup>(6)</sup>	Common Stock \$.01 Par

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Bogliolo Alessandro TIFFANY & CO. 200 FIFTH AVENUE NEW YORK, NY 10010	X Chief Executive Officer

## Signatures

/s/ John C. Duffy,  
Attorney-in-Fact 01/19/2018

                     \*\*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) Granted pursuant to the Tiffany & Co. 2014 Employee Incentive Plan, which complies with Rule 16b-3.
- (2) The option vests in four equal annual installments on January 17, 2019, 2020, 2021 and 2022.
- (3) The option vests in three equal annual installments on October 2, 2018, 2019 and 2020.
- (4) The performance-based restricted stock units convert to the issuer's common stock on a one-for-one basis.

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- All or a percentage of the units will be converted to common stock if issuer satisfies financial performance criteria for the three-year
- (5) performance period ending January 31, 2021. Performance-based restricted stock units not eligible for conversion at the end of such performance period will be canceled.
  - (6) The restricted stock units convert to the issuer's common stock on a one-for-one basis and will vest in three equal annual installments on October 2, 2018, 2019 and 2020.

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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