TOPPS CO INC
Form SC 13G
February 13, 2004

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


                        SCHEDULE 13G

          Under the Securities Exchange Act of 1934

                     (Amendment No. 1)


                   THE TOPPS COMPANY, INC.
                      (Name of Issuer)


           Common Stock, par value $0.01 per share
               (Title of Class of Securities)

                        89078610
                    --------------
                     (CUSIP Number)


                    December 31, 2003
                    ------------------
          (Date of Event which Requires Filing
                   of this Statement)
```

Check the appropriate box to designate the rule pursuant to which this Schedule
is filed:

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              [  ]      Rule 13d-1(b)
              [  ]      Rule 13d-1(c)
              [X ]      Rule 13d-1(d)
```

*The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities,
and for any subsequent amendment containing information which would alter the
disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be
deemed to be "filed" for the purpose of Section 18 of the Securities Exchange
Act of 1934 ("Act") or otherwise subject to the liabilities of that section of
the Act but shall be subject to all other provisions of the Act (however, see
the Notes).

CUSIP No.   89078610   13G

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     1 NAME OF REPORTING PERSON
        I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

                Arthur T. Shorin

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     2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
                                                        (a) ___
                                                        (b) ___
----
     3 SEC USE ONLY

----
     4 CITIZENSHIP OR PLACE OF ORGANIZATION

          United States

-------------------- ------ ---
                     5 SOLE VOTING POWER

                          2,830,489

                     ------ ---
   NUMBER OF   6 SHARED VOTING POWER
     SHARES
  BENEFICIALLY   -0-
   OWNED BY
                     ------ ---
    EACH   7 SOLE DISPOSITIVE POWER
  REPORTING
   PERSON   2,830,489
    WITH
                     ------ ---
                     8 SHARED DISPOSITIVE POWER

                            -0-
---------- ---
     9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

               2,830,489
---------- ---
    10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
        /__/

---------- ---
    11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

              6.89%
---------- ---
    12 TYPE OF REPORTING PERSON*

            IN
---------- ---
             *SEE INSTRUCTION BEFORE FILLING OUT

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Item 1(a)        Name of Issuer:

                 The Topps Company, Inc.

Item 1(b)        Address of Issuer's Principal Executive Offices:

                 One Whitehall Street
                 New York,  New York  10004

Items 2(a)
and 2(b)         Name of Person Filing; Address of Principal Business Office:

                 This statement is filed by Arthur T. Shorin ("Shorin").
                 The business address of Shorin is One Whitehall Street,
                 New York, New York 10004.

Item 2(c)        Citizenship:

                     United States

Item 2(d)        Title of Class of Securities:

                 Common Stock, par value $0.01 per share (the "Common Stock")

Item 2(e)        CUSIP Number:

                   89078610


Item 3           If this statement is filed pursuant to ss.ss. 240.13d-1(b)
                 or 240.13d-2(b) or (c), check whether the person is filing as a:

                     Not Applicable


Item 4.          Ownership:

                 (a)  Amount beneficially owned: 2,830,489 shares of Common Stock,
                      as of December 31,2003.

                 (b)  Percent of Class: 6.89 %

                 (c)  (i) Sole power to vote or direct the vote: 2,830,489

                      (ii) Shared power to vote or direct the vote: -0-

                      (iii)Sole power to dispose of or direct the  disposition of:
                           2,830,489

                      (iv) Shared  power to dispose  of or direct the  disposition
                           of: -0-




Item 5           Ownership of Five Percent or Less of a Class:

                 If this  statement  is being  filed to report the fact that as of
                 the  date  hereof  the  reporting  person  has  ceased  to be the
                 beneficial  owner  of more  than  five  percent  of  the  class of
                 securities, check the following.  ___  Not Applicable
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Item 6   Ownership of More than Five Percent on Behalf of Another Person:

                Not Applicable

Item 7   Identification and Classification of the Subsidiary Which
                Acquired the Security Being Reported on By the Parent Holding
                Company:

                Not Applicable

Item 8   Identification and Classification of Members of the Group:

                Not Applicable

Item 9   Notice of Dissolution of Group:

                Not Applicable

Item 10   Certification:

                Not Applicable

                            SIGNATURE

     After reasonable inquiry and to the best of my knowledge and belief, I
certify that the information set forth in this statement is true, complete and
correct.

Dated: February 12, 2004

By: /s/ Arthur T. Shorin

Name: Arthur T. Shorin

                          EXHIBIT INDEX

                              None