Murray Michael K Form 3 October 28, 2004

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

OMB APPROVAL

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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)

1. Name and Address of Reporting Person *

A Murray Michael K

(Last)

(First)

2. Date of Event Requiring Statement (Month/Day/Year)

10/18/2004

3. Issuer Name and Ticker or Trading Symbol

TOPPS CO INC [TOPP]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

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

V.P.-SALES-CONFECTIONERY DIV.

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

NEW YORK, NYÂ 10004-2109

ONE WHITEHALL STREET

(Street)

(City)

(State)

(Zip)

(Middle)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form: Direct (D)

or Indirect (I) (Instr. 5)

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

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

> 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.

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

Title

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)

Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable Expiration Date

Amount or Number of Shares

Derivative Security: Direct (D) Security or Indirect (I)

						(Instr. 5)	
STOCK OPTION	10/18/2005	10/18/2014	COMMON STOCK	7,333	\$ 9.75	D	Â
STOCK OPTION	10/18/2006	10/18/2014	COMMON STOCK	7,333	\$ 9.75	D	Â
STOCK OPTION	10/18/2007	10/18/2014	COMMON STOCK	7,334	\$ 9.75	D	Â

Reporting Owners

Reporting Owner Name / Address	Kelationships					
	Director	10% Owner	Officer	Other		
Murray Michael K ONE WHITEHALL STREET NEW YORK, NY 10004-2109	Â	Â	V.PSALES-CONFECTIONERY DIV.	Â		

Signatures

MICHAEL K.
MURRAY

**Signature of Reporting
Person

Date

Explanation of Responses:

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.

Reporting Owners 2

^{*} 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).