TOPPS CO INC Form 3 June 02, 2006

FORM 3

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 *

Schultz Sherry L

(Last)

(First)

Statement

(Month/Day/Year)

06/01/2006

2. Date of Event Requiring 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)

ONE WHITEHALL STREET

(Middle)

(Zip)

(Street)

(Check all applicable)

10% Owner Other

(give title below) (specify below) VP Gen. Mgr Confectionery 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

(City) (State)

1. Title of Security

(Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

Director

_X__ Officer

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

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SEC 1473 (7-02)

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

5. Derivative

6. Nature of Indirect Ownership Form of

Beneficial Ownership (Instr. 5)

Expiration

Amount or Title Number of Shares

Derivative Security

Price of

Security: Direct (D) or Indirect

(I) (Instr. 5)

Exercisable Date

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Stock Option	06/01/2007	06/01/2016	Common Stock	15,000	\$ 8.17	D	Â
Stock Option	06/01/2008	06/01/2016	Common Stock	15,000	\$ 8.17	D	Â
Stock Option	06/01/2009	06/01/2016	Common Stock	15,000	\$ 8.17	D	Â
Stock Option	06/01/2010	06/01/2016	Common Stock	15,000	\$ 8.17	D	Â
Stock Option	06/01/2011	06/01/2016	Common Stock	15,000	\$ 8.17	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Schultz Sherry L ONE WHITEHALL STREET NEW YORK, NY 10004	Â	Â	VP Gen. Mgr Confectionery	Â		

Signatures

Sherry Lee
Schultz

**Signature of Reporting Person

O6/02/2006

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).

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.

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