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

13FCON P 2/14/02

FORM 13F
Form 13F COVER PAGE

CONFIDENTIAL

Report for the Calendar Year or Quarter Ended: June 30, 2001

NON-PUBLIC

Check here if Amendment [] ; Amendment Number: _____

This Amendment (Check only one):

- is a restatement.
- adds new holdings entries.

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Institutional Investment Manager Filing this Report:

Name: Thomas W. Smith

Address: 323 Railroad Avenue Greenwich CT 06830
 (Street) (City) (State) (Zip)

Form 13F File Number: 28-1909

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Thomas W. Smith

Title: Investment Manager

Phone: 203-661-1200

CONFIDENTIAL TREATMENT EXPIRES



Signature, Place, and Date of Signing:

/s/ Thomas W. Smith
 [Signature]

Greenwich, CT
 [City, State]

August 14, 2001
 [Date]

PROCESSED
FEB 07 2003
THOMSON
FINANCIAL

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings are in this report and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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Form 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers: 1
Form 13F Information Table Entry Total: 3
Form 13F Information Table Value Total: \$276,162 (thousands)

CONFIDENTIAL INFORMATION HAS BEEN OMITTED FROM THE PUBLIC FORM 13F REPORT AND FILED SEPARATELY WITH THE COMMISSION.

List of Other Included Managers:

<u>No.</u>	<u>Form 13F File No.:</u>	<u>Name:</u>
01	28-3444	Thomas N. Tryforos
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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FORM 13F INFORMATION TABLE

<u>NAME OF ISSUER</u>	<u>TITLE OF CLASS</u>	<u>CUSIP</u>	<u>VALUE</u> <u>(x\$1000)</u>	<u>SHARES/</u> <u>PRN AMT</u>	<u>SH/</u> <u>PRN</u>	<u>PUT/</u> <u>CALL</u>	<u>INVTMT</u> <u>DSCRETN</u>	<u>OTHER</u> <u>MANAGERS</u>	<u>VOTING AUTHORITY</u>		
									<u>SOLE</u>	<u>SHARED</u>	<u>NONE</u>
Mens Warehouse, Inc. (1)	COM	587118100000	25664	373400	SH		OTHER	01	373400		
SEI Investments (2)	COM	784117103	37333	1197015	SH		SOLE		1197015		
SEI Investments (2)	COM	784117103	238829	7657714	SH		OTHER	01	7657714		

(1) Position A
(2) Position B