

COTY INC.
Form 3
June 13, 2013

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Goudet Olivier		(Month/Day/Year)	COTY INC. [COTY]	
(Last)	(First)	(Middle)	06/13/2013	
2 PARK AVENUE		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)				
NEW YORK,Â NYÂ 10016				
(City)	(State)	(Zip)		

(Check all applicable)

<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
<input type="checkbox"/> Officer	<input type="checkbox"/> Other

(give title below) (specify below)

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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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 Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Restricted Stock Units	Â (1)	Â (1)	Class A common stock	\$ 1,666	\$ (1)	D	Â
Class B common stock	Â (2)	Â (2)	Class A common stock (2)	\$ 6,268,131	\$ 0	I	By corporation (3)
Obligation to Sell (4)	06/12/2013	Â (5)	Class A common stock	\$ 871,118	\$ 16.8875	I	By corporation (3)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goudet Olivier 2 PARK AVENUE NEW YORK, NY 10016	Â X	Â	Â	Â

Signatures

/s/ Michelle Garcia,
Attorney-in-Fact

06/13/2013

**Signature of Reporting Person

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).
- (1) Upon vesting, each Restricted Stock Unit will settle for one share of Class A common stock of Coty Inc. Each Restricted Stock Unit vests on May 1, 2018.
- (2) Class B common stock is convertible to Class A common stock on a one-for-one basis.
- (3) The reporting person may be deemed to have an indirect pecuniary interest representing less than 2% of the shares held by JAB Holdings II BV ("JAB II"). The reporting person disclaims such pecuniary interest except to the extent, if any, it is realized.
- (4) Pursuant to an underwriting agreement dated June 12, 2013, JAB II is obligated to sell 43,555,901 shares of Class A common stock to the underwriter parties to such agreement.
- (5) The underwriting agreement referenced in footnote (4) does not specify an express termination date.

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Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

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.