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COTY INC Form 4 June 11, 20										
FORM	ЛЛ	STATES					ANGE CO	OMMISSION	OMB AF OMB	PROVAL 3235-0287
Check this box Image: State Stat						Act of 1934, 1935 or Section	Expires: January 31 Expires: 200 Estimated average burden hours per response 0.			
(Print or Type 1. Name and Shiah Jame	Address of Reporting	gPerson <u>*</u>	Symbol		nd Ticker o	r Trad	8	5. Relationship of I Issuer	Reporting Pers	on(s) to
(Last)	(First) (C., 350 FIFTH AV	(Middle) /ENUE	3. Date	'Day/Year)	Transaction	I		Director X Officer (give pelow)		Owner er (specify
NEW YOR	(Street) RK, NY 10118 (State)	(Zip)	Filed(M	onth/Day/Ye			- - 1	 5. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by Me Person ired, Disposed of, 	ne Reporting Per ore than One Re	rson porting
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	d Date, if	3. Transacti Code (Instr. 8)	4. Securit omr Dispos (Instr. 3, 4	ies Ac ed of (equired (A) (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A common stock	06/09/2014			M	47,000		\$ 10.2	81,813	D	
Class A common stock	06/09/2014			М	49,213	А	\$ 6.4	131,026	D	
Class A common stock	06/09/2014			S	96,213	D	\$ 17.8079 (1)	34,813	D	
Class A common	06/10/2014			М	50,787	А	\$ 6.4	85,600	D	

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stock							
Class A common stock	06/10/2014	М	10,000	A	\$ 6.4	95,600	D
Class A common stock	06/10/2014	S	95,600	D	\$ 17.4503	0	D

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.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)			Expiration Date (Month/Day/Year) A)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I))	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 10.2	06/09/2014		М	47,0	000	09/10/2012	09/10/2017	Class A common stock	47,000
Stock Option (right to buy)	\$ 6.4	06/09/2014		М	49,2	213	01/07/2014	01/07/2019	Class A common stock	49,213
Stock Option (right to buy)	\$ 6.4	06/10/2014		М	50,7	787	01/07/2014	01/07/2019	Class A common stock	50,787
Stock Option (right to buy)	\$ 6.4	06/10/2014		М	10,0	000	03/02/2014	03/09/2019	Class A common stock	10,000
Stock Option (right to	\$ 9.2	06/10/2014		D	15,0	000	12/03/2015	12/03/2020	Class A common stock	15,000

buy) <u>(3)</u>								
Stock Option (right to buy) (3)	\$ 10.5	06/10/2014	D	13,000	01/10/2017	01/10/2022	Class A common stock	13,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Shiah James E. COTY INC. 350 FIFTH AVENUE NEW YORK, NY 10118			SVP, Chief Acct. & Compl. Off.			
Signatures						
/s/ Nina Ayer, Attorney-in-Fact	06/	11/2014				
**Signature of Reporting Person		Date				

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.63 to \$18.22, inclusive. The reporting person undertakes to provide to Coty Inc., any security holder of Coty Inc., or the staff of the

(1) Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote. A portion of the shares sold were for the payment of the exercise price of the Stock Options and related withholding taxes.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.29 to \$17.88, inclusive. The reporting person undertakes to provide to Coty Inc., any security holder of Coty Inc., or the staff of the

(2) Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote. A portion of the shares sold were for the payment of the exercise price of the Stock Options and related withholding taxes.

The transactions represent forfeiture of matching stock options ("Matching Equity") issued under the Company's executive ownership (3) programs in connection with the purchase of shares of Common Stock by the reporting person. Matching Equity is forfeited if the

reporting person sells shares to which the Matching Equity relates prior to the 5th anniversary of purchase.

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.