

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 <b>and</b> Ticker or Trading Symbol	
Â Shaefer Peter		(Month/Day/Year)	COTY INC. [COTY]	
(Last)	(First)	06/13/2013		
2 PARK AVENUE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NEW YORK,Â NYÂ 10016			<input type="checkbox"/> Director	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			(specify below)	
			SVP, Strat. Bus. Development	

**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)
Class A common stock	66,175	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**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	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title	Amount or Number of		

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				Shares		(I) (Instr. 5)	
Restricted Stock Units	Â (1)	Â (1)	Class A common stock	39,144	\$ (1)	D	Â
IPO Units	Â (2)	Â (2)	Class A common stock	80,000	\$ (2)	D	Â
Stock Option (right to buy)	Â (3)	09/15/2013	Class A common stock	60,000	\$ 3.4	D	Â
Stock Option (right to buy)	Â (3)	09/30/2014	Class A common stock	60,000	\$ 4.65	D	Â
Stock Option (right to buy)	Â (3)	09/30/2015	Class A common stock	60,000	\$ 5.1	D	Â
Stock Option (right to buy)	Â (3)	09/10/2017	Class A common stock	70,000	\$ 10.2	D	Â
Stock Option (right to buy)	Â (3)	11/01/2017	Class A common stock	76,000	\$ 10.2	D	Â
Stock Option (right to buy)	01/07/2014	01/07/2019	Class A common stock	100,000	\$ 6.4	D	Â
Stock Option (right to buy)	09/08/2014	09/08/2019	Class A common stock	50,000	\$ 8.25	D	Â
Stock Option (right to buy)	09/14/2015	09/14/2020	Class A common stock	120,000	\$ 9.2	D	Â
Stock Option (right to buy)	12/03/2015	12/03/2020	Class A common stock	21,700	\$ 9.2	D	Â
Stock Option (right to buy)	09/22/2016	09/22/2021	Class A common stock	190,000	\$ 10.5	D	Â
Stock Option (right to buy)	01/10/2017	01/10/2022	Class A common stock	37,500	\$ 10.5	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shaefer Peter 2 PARK AVENUE NEW YORK, NY 10016	Â	Â	Â SVP, Strat. Bus. Development	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. 37,500 Restricted Stock Units vest on September 25, 2017, and 1,644 Restricted Stock Units vest on January 17, 2018.
  - (2) Upon vesting, each IPO Unit will settle for one share of Class A common stock of Coty Inc. 40,000 IPO Units vest on June 13, 2013, and 40,000 IPO Units vest on June 13, 2014.
  - (3) The stock options are currently exercisable.

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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.

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