## Edgar Filing: AVON PRODUCTS INC - Form 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person <sup>*</sup> SMITH ELIZABETH A (Last) (First) (Middle) 3. Date of Earliest Transaction (Washingtoin, D.C. 20549) NUMber: Proc. 20549 NUMber: Expires: January 31 2005 Expires: January 31 Expires: January 31 2005 Expires: January 31 Expires: January 31 2005 Expires: January 31 2005 Expires: January 31 2005 Expires: January 31 Expires: January 31 2005 Expires: January 31 Expires: January	AVON PROD	UCTS INC							
FORM 4   UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549   OMB   3235-0287     Check this box if no longer subject to Section 16.   STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES   Statement of the securities Exchange Act of 1934, obligations may continue. See Instruction   STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES   Expires:   2005     Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction   State Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940   State 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   State Securities Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1940     (Print or Type Response)   2. Issuer Name and Ticker or Trading Symbol   5. Relationship of Exporting Person(s) to Issuer   5. Relationship of Exporting Person(s) to Issuer     (Last)   (First)   (Middle)   3. Date of Earliest Transaction   (Let al applicable)									
Washington, D.C. 20549   OMB   3235-0287     Check this box if no longer subject to Section 16.   STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES   Lanuary 31     Form 4 or Form 5   SECURITIES   SECURITIES     Form 5   Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations   Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).   Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940   Section 1940     (Print or Type Responses)   2. Issuer Name and Ticker or Trading Symbol   5. Relationship of Reporting Person(s) to Issuer     I. Name and Address of Reporting Person *   2. Issuer Name and Ticker or Trading Symbol   5. Relationship of Reporting Person(s) to Issuer     (Last)   (First)   (Middle)   3. Date of Earliest Transaction	•	_							
Washington, D.C. 20549   OMB   3235-0287     Check this box if no longer subject to Section 16.   STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES   Lanuary 31     Form 4 or Form 5   SECURITIES   SECURITIES     Form 5   Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations   Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).   Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940   Section 1940     (Print or Type Responses)   2. Issuer Name and Ticker or Trading Symbol   5. Relationship of Reporting Person(s) to Issuer     I. Name and Address of Reporting Person *   2. Issuer Name and Ticker or Trading Symbol   5. Relationship of Reporting Person(s) to Issuer     (Last)   (First)   (Middle)   3. Date of Earliest Transaction	FORM	4 LINITED STAT	es secuditu	IES AND EVC		COMMISSION		PROVAL	
if no longer subject to Section 16.   STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES   Expires: 2004 Marry of 2005     Form 4 or Form 5 obligations may continue. See Instruction 1(b).   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   1935 or Section     (Print or Type Responses)   30(h) of the Investment Company Act of 1940   5. Relationship of Reporting Person(s) to Issuer     SMITH ELIZABETH A   Symbol AVON PRODUCTS INC [AVP]   (Check all applicable)     (Last)   (First)   (Middle)   3. Date of Earliest Transaction		UNITED STAT						3235-0287	
obligations may continue. See Instruction 1(b).   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)   30(h) of the Investment Company Act of 1940     1. Name and Address of Reporting Person SMITH ELIZABETH A   2. Issuer Name and Ticker or Trading Symbol AVON PRODUCTS INC [AVP]   5. Relationship of Reporting Person(s) to Issuer     (Last)   (First)   (Middle)   3. Date of Earliest Transaction   (Check all applicable)	if no longer subject to Section 16. Form 4 or	r STATEMENT	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						
1. Name and Address of Reporting Person *   2. Issuer Name and Ticker or Trading Symbol   5. Relationship of Reporting Person(s) to Issuer     SMITH ELIZABETH A   Symbol   AVON PRODUCTS INC [AVP]   5. Relationship of Reporting Person(s) to Issuer     (Last)   (First)   (Middle)   3. Date of Earliest Transaction   5. Relationship of Reporting Person(s) to Issuer	obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940								
SMITH ELIZABETH A Symbol Issuer   AVON PRODUCTS INC [AVP] (Check all applicable)   (Last) (First) (Middle)   3. Date of Earliest Transaction (Check all applicable)	(Print or Type Res	sponses)							
(Last) (First) (Middle) 3. Date of Earliest Transaction (Check all applicable)	SMITH ELIZABETH A Symbol				-	Issuer			
	(Last)	(First) (Middle)				(Check	k all applicable		
1345 AVENUE OF THE   (Month/Day/Year)   Director   10% Owner     1345 AVENUE OF THE   07/26/2007   X Officer (give title Other (specify below)     AMERICAS   Executive Vice President	(Month/D) 1345 AVENUE OF THE 07/26/20			Year)		Officer (give below)	Officer (give title Other (specify below)		
(Street)   4. If Amendment, Date Original   6. Individual or Joint/Group Filing(Check     Filed(Month/Day/Year)   Applicable Line)     _X_Form filed by One Reporting Person		(Street)		-		Applicable Line) _X_ Form filed by One Reporting Person			
NEW YORK, NY 10105 — Form filed by More than One Reporting Person	NEW YORK,	, NY 10105					ore than One Re	porting	
(City) (State) (Zip) <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>	(City)	(State) (Zip)	Table I - N	Non-Derivative S	Securities Acc	uired, Disposed of,	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3.4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)5. Amount of Securities6.7. Nature of Indirect0. <td>Security (I</td> <td>Month/Day/Year) Execu any</td> <td>ion Date, if Tran Code</td> <td>ansaction(A) or Dis de (Instr. 3, 4</td> <td>posed of (D) and 5)</td> <td>Securities Beneficially Owned Following Reported</td> <td>Ownership Form: Direct (D) or Indirect (I)</td> <td>Indirect Beneficial Ownership</td>	Security (I	Month/Day/Year) Execu any	ion Date, if Tran Code	ansaction(A) or Dis de (Instr. 3, 4	posed of (D) and 5)	Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership	
Code V Amount (D) Price (Instr. 3 and 4)			Cod	de V Amount	or				
Common     07/26/2007     M     33,334     A     III     33,334     D	0	07/26/2007				33,334	D		
Common Stock 07/26/2007 F 13,391 D $\frac{$}{39.33}$ 19,943 D	()	07/26/2007	F	5 13,391	D \$ 39.33	19,943	D		
Common Stock1,756IBy 401(k) plan						1,756	Ι	•	

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

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#### 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)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. l De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(2)	07/26/2007		М	33,334	<u>(1)</u>	<u>(1)</u>	Common Stock	33,334	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
SMITH ELIZABETH A 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105			Executive Vice President				
Signatures							
By Kim K. Azzarelli, Attorney-In-Fact	07/30	0/2007					
**Signature of Reporting Person	D	ate					

## **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).

(1) Restricted stock units vested on July 26, 2007, and 33,334 shares of common stock were delivered in settlement of such units.

(2) Restricted stock units correspond 1-for-1 with common stock.

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.