Edgar Filing: AVON PRODUCTS INC - Form 4

AVON PRO Form 4	DDUCTS INC							
March 14, 2	ЛЛ	STATES SECI	URITIES	AND EXCHANGE	COMMISSION	r	PPROVAL	
Check t if no lor subject	his box ^{1ger} STATEN		ashington	Number: Expires:	3235-0287 January 31, 2005			
Subject Section Form 4 Form 5 obligation	16. or Filed pur		RITIES	•	burden hou response	Estimated average burden hours per response 0.5		
may cor See Inst 1(b).	tinue. Section 17(•	lding Company Act t Company Act of 1		n		
(Print or Type	Responses)							
1. Name and Address of Reporting Person <u>*</u> Loughran Robert			ol	d Ticker or Trading CTS INC [AVP]	5. Relationship of Reporting Person(s) to Issuer			
(Last) C/O AVON THIRD AV	N PRODUCTS, IN	Middle) 3. Date (Month	e of Earliest 1 h/Day/Year) h/2016		(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below) Group Vice President			
	(Street)		mendment, D ⁄Ionth/Day/Yea	-	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEW YOR	RK, NY 10017				Form filed by M Person	More than One R	eporting	
(City)	(State)	(Zip) Ta	able I - Non-	Derivative Securities A	Acquired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if any	Code) (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	SecuritiesHBeneficially(Owned(5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	port on a separate line	e for each class of s		eficially owned directly	or indirectly.			
				information con required to resp	spond to the collec tained in this form ond unless the for ntly valid OMB con	are not m	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

Edgar Filing: AVON PRODUCTS INC - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (1)	(2)	03/10/2016		A		33,000		(3)	<u>(3)</u>	Common Stock	33,000
Stock Option (Right To Buy)	\$ 5.49 <u>(4)</u>	03/10/2016		A		82,500		(5)	03/10/2026	Common Stock	82,500

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Loughran Robert C/O AVON PRODUCTS, INC., 777 THIRD AVENUE NEW YORK, NY 10017			Group Vice President					
Signatures								
Dorothy Wisniowski,		03/14/2016						

Explanation of Responses:

**Signature of Reporting Person

- * 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).

Date

- (1) The reporting person has irrevocably elected to satisfy all withholding tax due upon the delivery of shares by authorizing Avon Products, Inc. to withhold a sufficient amount of shares to satisfy such tax obligation.
- (2) Units correspond 1-for-1 with common stock.
- (3) 100% of the restricted stock units are scheduled to vest on 3/10/2019.
- (4) The exercise price of this premium-priced stock option is equal to 130% of the closing price of Avon's common stock on the date of grant.
- (5) This option vests in three equal annual installments beginning on 03/10/2017.

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.

Attorney-In-Fact