COTY INC. Form 3 June 13, 2013

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

BLOOM BRADLEY M

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

COTY INC. [COTY]

06/13/2013

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O BERKSHIRE PARTNERS LLC, 200 CLARENDON

STREET

(Street)

10% Owner _X_ Director Officer Other

(give title below) (specify below)

(Check all applicable)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

BOSTON. MAÂ 02116

(City) (State)

(Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

2. Amount of Securities Beneficially Owned

Ownership

4. Nature of Indirect Beneficial Ownership

(Instr. 4)

Form: Direct (D) or Indirect (Instr. 5)

(I)

Class A Common Stock

24,167

(Instr. 5)

3.

 $D^{(1)}$ Â

Class B Common Stock

27,173,913

Ι See Footnote (2)

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

4. Conversion

Ownership

6. Nature of Indirect Beneficial Ownership

Derivative Security Form of (Instr. 5) or Exercise

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(Instr. 4) Price of Derivative Derivative Security: Date **Expiration Title** Amount or Security Direct (D) Exercisable Number of Date or Indirect Shares (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BLOOM BRADLEY M

C/O BERKSHIRE PARTNERS LLC
200 CLARENDON STREET

BOSTON, MAÂ 02116

Signatures

/s/ Michelle Garcia,
Attorney-in-Fact

**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) Represents Restricted Stock Units received in connection with the Reporting Person's service on the Board of Directors of the Issuer.
 - Owned by Berkshire Fund VII, L.P. ("Fund VII"), Berkshire Fund VII-A, L.P. ("Fund VII-A"), Berkshire Investors III LLC ("BI3") and Berkshire Investors IV LLC ("BI4" and together with Fund VII, Fund VII-A and BI3, the "Berkshire Entities"). Seventh Berkshire
- Associates LLC ("7BA") is the general partner of each of Fund VII and Fund VII-A. The Reporting Person is a managing member of each of 7BA, BI3 and BI4. As such, the Reporting Person may be deemed to have shared voting and/or dispositive power over the shares held by such entities. However, the Reporting Person disclaims beneficial ownership of the shares, except to the extent of any pecuniary interest therein.



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.

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