

JAB Cosmetics B.V.

Form 4

August 28, 2018

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
JAB Cosmetics B.V.

2. Issuer Name **and** Ticker or Trading  
Symbol  
COTY INC. [COTY]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
OOSTERDOKSSTRAAT 80,  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/24/2018

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_X\_\_\_\_ Form filed by More than One Reporting  
Person

AMSTERDAM, P7 NL 1011 DK

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)                           | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|-----------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Class A<br>Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 08/24/2018                              |                                                             | P                                    | 1,030,000<br>(1)                                                        | A \$<br>11.9801<br>(2)                                                                                             | 291,138,041                                                             | D                                                                 |
| Class A<br>Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 08/27/2018                              |                                                             | P                                    | 900,000<br>(1)                                                          | A \$<br>12.1886<br>(3)                                                                                             | 292,038,041                                                             | D                                                                 |

# Edgar Filing: JAB Cosmetics B.V. - Form 4

Class A  
Common  
Stock, par  
value  
\$0.01 per  
share

08/28/2018

P 670,000 (1) A \$ 12.8999 (4) 292,708,041 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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address                                        | Relationships |           |         |       |
|-----------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                       | Director      | 10% Owner | Officer | Other |
| JAB Cosmetics B.V.<br>OOSTERDOKSSTRAAT 80<br>AMSTERDAM, P7 NL 1011 DK |               | X         |         |       |
| Agnaten SE<br>ROOSEVELTPLATZ 4-5<br>TOP 10<br>VIENNA, C4 A-1090       |               | X         |         |       |
| Lucesca SE<br>ROOSEVELTPLATZ 4-5<br>TOP 10<br>VIENNA, C4 A-1090       |               | X         |         |       |
|                                                                       |               | X         |         |       |

JAB Holdings B.V.  
OOSTERDOKSSTRAAT 80  
AMSTERDAM, P7 NL 1011 DK

## Signatures

|                                                                                      |            |
|--------------------------------------------------------------------------------------|------------|
| /s/ Joachim Creus and /s/ Markus Hopmann as Managing Directors                       | 08/28/2018 |
| _____<br>**Signature of Reporting Person                                             | Date       |
| /s/ Joachim Creus and /s/ Markus Hopmann as Authorized Representatives               | 08/28/2018 |
| _____<br>**Signature of Reporting Person                                             | Date       |
| /s/ Constantin Thun-Hohenstein and /s/ Dietmar Guetter as Authorized Representatives | 08/28/2018 |
| _____<br>**Signature of Reporting Person                                             | Date       |
| /s/ Joachim Creus and /s/ Markus Hopmann as Managing Directors                       | 08/28/2018 |
| _____<br>**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).

(1) Purchases made in open market transactions in accordance with Rule 10b-18 of the Securities Exchange Act of 1934, as amended.

The shares were purchased in multiple transactions on August 24, 2018 at actual purchase prices ranging from \$11.64 to \$12.21 per share, exclusive of any fees, commissions or other expenses. The price reported reflects the weighted average purchase price for the transactions. The Reporting Persons undertake to provide upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.

(3) The shares were purchased in multiple transactions on August 27, 2018 at actual purchase prices ranging from \$11.99 to \$12.32 per share, exclusive of any fees, commissions or other expenses. The price reported reflects the weighted average purchase price for the transactions. The Reporting Persons undertake to provide upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.

(4) The shares were purchased in multiple transactions on August 28, 2018 at actual purchase prices ranging from \$12.73 to \$13.34 per share, exclusive of any fees, commissions or other expenses. The price reported reflects the weighted average purchase price for the transactions. The Reporting Persons undertake to provide upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.

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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