

COTY INC.
Form SC 13G/A
February 16, 2016

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

SCHEDULE 13G

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c), AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2

(Amendment No. 1)*

Coty Inc.
(Name of Issuer)

Class A Common Stock, \$0.01 par value per share
(Title of Class of Securities)

222070203
(CUSIP Number)

December 31, 2015
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Schedule 13G

Page 2 of 11 Pages

CUSIP NO: 222070203

1. Names of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

JAB Cosmetics B.V.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC USE ONLY

4. Citizenship or Place of Organization

The Netherlands

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	0
	6.	Shared Voting Power	268,493,941(1)
	7.	Sole Dispositive Power	0
	8.	Shared Dispositive Power	268,493,941 (1)

9. Aggregate Amount Beneficially Owned by Each Reporting Person

268,493,941

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

79.63%(1)(2)

12. Type of Reporting Person (See Instructions)

OO

(1) Includes 6,431,571 shares of Class A Common Stock and 262,062,370 shares of Class B Common Stock held of record by JAB Cosmetics B.V. JAB Cosmetics B.V. is an indirect subsidiary of Lucesca SE and Agnaten SE and a direct subsidiary of JAB Holdings B.V. Each share of Class B Common Stock is convertible at any time into one share of Class A Common Stock.

(2) The percentage ownership was calculated by dividing the sum of (a) the 6,431,571 Class A shares owned by the Reporting Person and (b) the 262,062,370 Class B shares owned by the Reporting Person by (x) the sum of (i) such 262,062,370 Class B shares, and (ii) the 75,098,054 Class A shares outstanding as of February 2, 2016 as reported by the Issuer in its Quarterly Report on Form 10-Q for the period ended December 31, 2015. Each share of Class A Common Stock is entitled to one vote, and each share of Class B Common Stock is entitled to ten votes. The percentage ownership calculation does not reflect this ten-to-one voting power for the Class B Common Stock, since

such Class B shares are deemed converted into Class A Shares for purposes of this Report.

Schedule 13G

Page 3 of 11 Pages

CUSIP NO: 222070203

1. Names of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

Lucesca SE

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC USE ONLY

4. Citizenship or Place of Organization

Austria

Number of	5.	Sole Voting Power
Shares		0
Beneficially	6.	Shared Voting Power
Owned by		268,493,941(1)
Each	7.	Sole Dispositive Power
Reporting		0
Person With	8.	Shared Dispositive Power
		268,493,941 (1)

9. Aggregate Amount Beneficially Owned by Each Reporting Person

268,493,941

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

79.63%(1)(2)

12. Type of Reporting Person (See Instructions)

OO

(1) Includes 6,431,571 shares of Class A Common Stock and 262,062,370 shares of Class B Common Stock held of record by JAB Cosmetics B.V. JAB Cosmetics B.V. is an indirect subsidiary of Lucesca SE and Agnaten SE and a direct subsidiary of JAB Holdings B.V. Each share of Class B Common Stock is convertible at any time into one share of Class A Common Stock.

(2) The percentage ownership was calculated by dividing the sum of (a) the 6,431,571 Class A shares owned by the Reporting Person and (b) the 262,062,370 Class B shares owned by the Reporting Person by (x) the sum of (i) such 262,062,370 Class B shares, and (ii) the 75,098,054 Class A shares outstanding as of February 2, 2016 as reported by the Issuer in its Quarterly Report on Form 10-Q for the period ended December 31, 2015. Each share of Class A

Common Stock is entitled to one vote, and each share of Class B Common Stock is entitled to ten votes. The percentage ownership calculation does not reflect this ten-to-one voting power for the Class B Common Stock, since such Class B shares are deemed converted into Class A Shares for purposes of this Report.

Schedule 13G

Page 4 of 11 Pages

CUSIP NO: 222070203

1. Names of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

Agnaten SE

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC USE ONLY

4. Citizenship or Place of Organization

Austria

Number of	5.	Sole Voting Power
Shares		0
Beneficially	6.	Shared Voting Power
Owned by		268,493,941(1)
Each	7.	Sole Dispositive Power
Reporting		0
Person With	8.	Shared Dispositive Power
		268,493,941(1)

9. Aggregate Amount Beneficially Owned by Each Reporting Person

268,493,941

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

79.63%(1)(2)

12. Type of Reporting Person (See Instructions)

OO

(1) Includes 6,431,571 shares of Class A Common Stock and 262,062,370 shares of Class B Common Stock held of record by JAB Cosmetics B.V. JAB Cosmetics B.V. is an indirect subsidiary of Lucrezca SE and Agnaten SE and a direct subsidiary of JAB Holdings B.V. Each share of Class B Common Stock is convertible at any time into one share of Class A Common Stock.

(2) The percentage ownership was calculated by dividing the sum of (a) the 6,431,571 Class A shares owned by the Reporting Person and (b) the 262,062,370 Class B shares owned by the Reporting Person by (x) the sum of (i) such 262,062,370 Class B shares, and (ii) the 75,098,054 Class A shares outstanding as of February 2, 2016 as reported by

the Issuer in its Quarterly Report on Form 10-Q for the period ended December 31, 2015. Each share of Class A Common Stock is entitled to one vote, and each share of Class B Common Stock is entitled to ten votes. The percentage ownership calculation does not reflect this ten-to-one voting power for the Class B Common Stock, since such Class B shares are deemed converted into Class A Shares for purposes of this Report.

Schedule 13G

Page 5 of 11 Pages

CUSIP NO: 222070203

1. Names of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

JAB Holdings B.V.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)	<input type="radio"/>
(b)	<input checked="" type="radio"/>

3. SEC USE ONLY

4. Citizenship or Place of Organization

Netherlands

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	0
	6.	Shared Voting Power	268,493,941(1)
	7.	Sole Dispositive Power	0
	8.	Shared Dispositive Power	268,493,941(1)

9. Aggregate Amount Beneficially Owned by Each Reporting Person

268,493,941

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

79.63%(1)(2)

12. Type of Reporting Person (See Instructions)

OO

(1) Includes 6,431,571 shares of Class A Common Stock and 262,062,370 shares of Class B Common Stock held of record by JAB Cosmetics B.V. JAB Cosmetics B.V. is an indirect subsidiary of Lucrezca SE and Agnaten SE and a direct subsidiary of JAB Holdings B.V. Each share of Class B Common Stock is convertible at any time into one share of Class A Common Stock.

(2) The percentage ownership was calculated by dividing the sum of (a) the 6,431,571 Class A shares owned by the Reporting Person and (b) the 262,062,370 Class B shares owned by the Reporting Person by (x) the sum of (i) such 262,062,370 Class B shares, and (ii) the 75,098,054 Class A shares outstanding as of February 2, 2016 as reported by

the Issuer in its Quarterly Report on Form 10-Q for the period ended December 31, 2015. Each share of Class A Common Stock is entitled to one vote, and each share of Class B Common Stock is entitled to ten votes. The percentage ownership calculation does not reflect this ten-to-one voting power for the Class B Common Stock, since such Class B shares are deemed converted into Class A Shares for purposes of this Report.

Schedule 13G

Page 6 of 11 Pages

CUSIP NO: 222070203

Item 1.(a) Name of Issuer:

Coty Inc.

Item 1.(b) Address of Issuer's Principal Executive Offices:

350 Fifth Avenue, New York, NY

Item 2.(a) Name of Person Filing:

JAB Cosmetics B.V.
Lucesca Holding SE
Agnaten Holding SE
JAB Holdings B.V.

JAB Cosmetics B.V. is an indirect subsidiary of Lucesca SE and Agnaten SE and a direct subsidiary of JAB Holdings B.V

Item 2.(b) Address of Principal Business Office or, if none, Residence:

The principal business address of JAB Cosmetics B.V. is Oudeweg 147, NL-2031 CC Haarlem, The Netherlands.

The principal business address of Lucesca SE is Rooseveltplatz 4-5 / Top 10, A-1090 Vienna, Austria.

The principal business address of Agnaten SE is Rooseveltplatz 4-5 / Top 10, A-1090 Vienna, Austria.

The principal business address of JAB Holdings B.V. is Oudeweg 147, NL-2031 CC Haarlem, The Netherlands.

Item 2.(c) Citizenship:

JAB Cosmetics B.V. is a Dutch Besloten Vennootschap.

Lucesca SE is an Austrian Societas Europaea.

Agnaten SE is an Austrian Societas Europaea.

JAB Holdings B.V. is a Dutch Besloten Vennootschap.