

AVON PRODUCTS INC  
Form 4  
May 27, 2008

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**JUNG ANDREA**

(Last) (First) (Middle)  
  
1345 AVENUE OF THE AMERICAS  
  
(Street)

NEW YORK, NY 10105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**AVON PRODUCTS INC [AVP]**

3. Date of Earliest Transaction (Month/Day/Year)  
**05/22/2008**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chairman and CEO**

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	05/22/2008		M		73,096	A	\$ 20.07
Common Stock	05/22/2008		S		2,500	D	\$ 38.49
Common Stock	05/22/2008		S		11,480	D	\$ 38.5
Common Stock	05/22/2008		S		100	D	\$ 38.505
Common Stock	05/22/2008		S		8,806	D	\$ 38.51

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Common Stock	05/22/2008	S	1,400	D	\$ 38.515	364,811	D	
Common Stock	05/22/2008	S	100	D	\$ 38.517	364,711	D	
Common Stock	05/22/2008	S	500	D	\$ 38.5175	364,211	D	
Common Stock	05/22/2008	S	14,114	D	\$ 38.52	350,097	D	
Common Stock	05/22/2008	S	500	D	\$ 38.525	349,597	D	
Common Stock	05/07/2008	S	10,200	D	\$ 38.53	339,397	D	
Common Stock	05/22/2008	S	700	D	\$ 38.535	338,697	D	
Common Stock	05/22/2008	S	1,190	D	\$ 38.5375	337,507	D	
Common Stock	05/22/2008	S	8,600	D	\$ 38.54	328,907	D	
Common Stock	05/22/2008	S	300	D	\$ 38.545	328,607	D	
Common Stock	05/22/2008	S	5,964	D	\$ 38.55	322,643	D	
Common Stock	05/22/2008	S	500	D	\$ 38.555	322,143	D	
Common Stock	05/22/2008	S	500	D	\$ 38.5575	321,643	D	
Common Stock	05/22/2008	S	5,042	D	\$ 38.56	316,601	D	
Common Stock	05/22/2008	S	400	D	\$ 38.57	316,201	D	
Common Stock	05/22/2008	S	100	D	\$ 38.571	316,101	D	
Common Stock	05/22/2008	S	100	D	\$ 38.58	316,001	D	
Common Stock						5,149	I	By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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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. Transaction Code (Instr. 8)	5. Number of Derivative 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)	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 20.07	05/22/2008		M	73,096	06/04/1999 - 06/03/2008	Common Stock	73,096

Reporting Owners

Reporting Owner Name / Address

Relationships

Director   10% Owner   Officer   Other

JUNG ANDREA  
1345 AVENUE OF THE AMERICAS  
NEW YORK, NY 10105

Chairman and CEO

Signatures

By Kim K. Azzarelli,  
Attorney-In-Fact                                      05/27/2008

\*\*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).

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