

AVON PRODUCTS INC

Form DEFA14A

April 19, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

## SCHEDULE 14A

(RULE 14a-101)

### SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a)**

**of the Securities Exchange Act of 1934**

(Amendment No. )

Filed by the Registrant  Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement.

**Confidential, for use of the Commission Only (as permitted by Rule 14a-6(e)(2)).**

Definitive Proxy Statement.

Definitive Additional Materials.

Soliciting Material Pursuant to §240.14a-12.

**Avon Products, Inc.**

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(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials.

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.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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\*\*\*\* IMPORTANT \*\*\*\*

Dear Avon Products, Inc. Shareholder:

Enclosed you will find additional proxy materials relating to the Annual Meeting scheduled to be held on May 6, 2010.

*Your vote is important* and we strongly encourage you to exercise your right to vote. Your Board recommends that you vote in favor of the election of each director, the ratification of auditors, and the approval of the 2010 Stock Incentive Plan.

Because we have not heard from you, we are sending you this reminder notice, and we urge you to vote your proxy immediately. As a shareholder, you have the ability to vote over the internet or telephone, or by mailing the enclosed form. Instructions on how to vote are included in this package.

**Your shares cannot be represented at the Annual Meeting on the election of directors or the approval of the 2010 Stock Incentive Plan, unless you either sign and return the enclosed voting form or vote by telephone or over the internet.**

If you sign and return the enclosed form without indicating a choice of for, against or abstain your shares will be voted as recommended by your Board of Directors.

**Please Vote Today**

If you have questions or need help voting your shares, please call our proxy solicitation firm, Morrow & Co., LLC. at 1-800-607-0088.

Regards,

Andrea Jung  
Chairman of the Board and  
Chief Executive Officer

AVON PRODUCTS, INC. 1345 Avenue of the Americas New York, NY 10105-0196 212.282.7000 TEL 212.282.6174 FAX



