

AVON PRODUCTS INC  
Form 8-K  
January 28, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 28, 2010

**Avon Products, Inc.**

(Exact name of registrant as specified in charter)

New York  
(State or other jurisdiction  
of incorporation)

1-4881  
(Commission  
File Number)

13-0544597  
(IRS Employer  
Identification No.)

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**1345 Avenue of the Americas**

**New York, New York 10105-0196**  
**(Address of principal executive offices) (Zip Code)**  
**(212) 282-5000**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**INFORMATION TO BE INCLUDED IN THE REPORT**

**Item 2.02 Results of Operations and Financial Condition.**

On January 28, 2010, Avon Products, Inc. announced that during the fourth quarter of 2009 it incurred pre-tax costs of approximately \$34 million, or \$0.06 per share, associated with its restructuring programs previously announced in 2005 and 2009. These costs were primarily employee related and also included other costs to implement the restructuring initiatives, including accelerated depreciation of certain assets and related third party fees.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AVON PRODUCTS, INC.  
(Registrant)

By /s/ Charles W. Cramb  
Charles W. Cramb  
Vice Chairman, Chief Finance and Strategy Officer

Date: January 28, 2010

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