

Byrne Kevin W
Form 3
May 13, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Byrne Kevin W

(Last) (First) (Middle)

1345 AVENUE OF THE
AMERICAS

(Street)

NEW YORK, NY 10105

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

05/05/2005

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

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
Vice President

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

**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.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Expiration
Exercisable Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of
Shares

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

(Instr. 5)

Stock Option (Right To Buy)	03/14/2003	03/13/2012	Common Stock	12,500	\$ 26.55	D	Â
Stock Option (Right to Buy)	01/30/2004	01/29/2013	Common Stock	2,054	\$ 24.83	D	Â
Stock Option (Right to Buy)	03/13/2004	03/12/2013	Common Stock	13,800	\$ 26.4	D	Â
Stock Option (Right to Buy)	03/11/2005	03/10/2014	Common Stock	18,000	\$ 36.42	D	Â
Stock Option (Right to Buy)	03/10/2006	03/10/2015	Common Stock	21,776	\$ 41.95	D	Â
Restricted Stock Units	03/10/2008	03/10/2008	Common Stock	2,000	\$ 41.95	D	Â
Deferred Stock Units	Â (1)	Â (1)	Common Stock	6,000	\$ (1)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Byrne Kevin W 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	Â	Â	Â Vice President	Â

Signatures

By Gilbert L. Klemann, II,
Attorney-in-Fact

****Signature of Reporting Person**

Date _____

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Units deferred under the Avon Products, Inc. Deferred Compensation Plan. Mr. Byrne also indirectly beneficially owns approximately 4,734 shares of Common Stock in the Avon Personal Savings Account Plan (401(k) Plan) as of May 6, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.