

**SUPPLEMENT TO  
NOTICE OF THE 2016 ANNUAL MEETING OF STOCKHOLDERS AND PROXY STATEMENT  
DATED SEPTEMBER 22, 2016  
FOR THE ANNUAL MEETING OF STOCKHOLDERS  
TO BE HELD ON NOVEMBER 3, 2016**

This Supplement provides updated information with respect to the 2016 Annual Meeting of Stockholders (the “Annual Meeting”) of Coty Inc. (the “Company”) to be held on November 3, 2016.

On September 22, 2016, the Company commenced distribution to its stockholders of the Notice of the Annual Meeting (the “Notice”) and proxy statement (the “Proxy Statement”). This Supplement should be read in conjunction with the Notice and Proxy Statement.

**Appointment of Director Nominee**

At 12:01 a.m. on October 1, 2016, the Transactions (as defined in the Proxy Statement) closed. On October 2, 2016, Camillo Pane was appointed to the Board of Directors (the “Board”) of the Company, as well as the Chief Executive Officer of the Company.

**Receipt and Acceptance of Tax Opinion**

The Company delivered, and The Procter & Gamble Company (“P&G”) accepted on October 3, 2016, a tax opinion reasonably satisfactory to P&G that the amendment and restatement of the Company’s Equity and Long-Term Incentive Plan would not affect the intended tax treatment of the Transactions, as required by the Tax Matters Agreement, which was entered into on October 1, 2016, by and among P&G, the Company, Galleria Co. and Green Acquisition Sub Inc.

**Voting Matters**

If you have already returned your proxy voting form or provided voting instructions, you do not need to take any action unless you wish to change your vote. Proxy voting forms already returned by stockholders will remain valid and will be voted at the Annual Meeting unless revoked.

None of the other agenda items presented in the Notice and Proxy Statement are affected by this Supplement, and shares represented by proxy voting forms returned before the Annual Meeting will be voted with respect to all other matters properly brought before the Annual Meeting as instructed on the form.

Information regarding how to vote your shares, or revoke your proxy or voting instructions, is available in the Proxy Statement.

By order of the Board of Directors,



Jules P. Kaufman  
Chief Legal Officer and Secretary

October 4, 2016