

ESTEE LAUDER COMPANIES INC

Form 4

November 13, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lauder Jane A. Trust u/a/d 11/6/2003

2. Issuer Name **and** Ticker or Trading
Symbol
ESTEE LAUDER COMPANIES
INC [EL]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/12/2013

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

C/O RICHARD D.
PARSONS, PROVIDENCE
EQUITY, 9 W. 57TH ST., #4700

(Street)

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

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

NEW YORK, NY 10019

(City) (State) (Zip)

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

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

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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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	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 Am Underlying Sec (Instr. 3 and 4)			
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	A N S
Class B Common Stock	<u>(1)</u>	11/12/2013		<u>J</u> ⁽²⁾		4,721,432 <u>(3)</u>	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	4
Class B Common Stock	<u>(1)</u>	11/12/2013		<u>J</u> ⁽²⁾	4,721,432		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	4
Class B Common Stock	<u>(1)</u>	11/12/2013		<u>J</u> ⁽⁵⁾		2,881,824 <u>(3)</u>	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	2
Class B Common Stock	<u>(1)</u>	11/12/2013		<u>J</u> ⁽⁵⁾	2,881,824		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lauder Jane A. Trust u/a/d 11/6/2003 C/O RICHARD D. PARSONS PROVIDENCE EQUITY, 9 W. 57TH ST., #4700 NEW YORK, NY 10019		X		
TRUST F/B/O LAUDER AERIN & JANE U/A/D 12/15/76 BY ESTEE &JHL C/O RICHARD D. PARSONS PROVIDENCE EQUITY, 9 W. 57TH ST., #4700 NEW YORK, NY 10019		X		
TRUST F/B/O LAUDER AERIN & JANE U/A/D 12/15/76 BY R S LAUDER C/O RICHARD D. PARSONS PROVIDENCE EQUITY, 9 W. 57TH ST., #4700 NEW YORK, NY 10019		X		
LAUDER JANE C/O THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVENUE NEW YORK, NY 10153	X			

Signatures

Richard D. Parsons, Trustee, by Maureen Sladek,
Attorney-in-fact

11/13/2013

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__Signature of Reporting Person

Date

Jane Lauder, by Maureen Sladek, Attorney-in-fact

11/13/2013

__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).
- (1) Shares of Class B Common Stock may be converted immediately into Class A Common Stock on a one-for-one basis by the holder and are automatically converted into Class A Common Stock on a one-for-one basis upon transfer to a person or entity that is not a "Permitted Transferee" or soon after a record date for a meeting of stockholders where the outstanding Class B Common Stock constitutes less than 10% of the outstanding shares of Common Stock of the Issuer.
- (2) The Reporting Person acquired the shares of Class B Common Stock as a distribution from the separate share trust f/b/o Jane Lauder within Trust f/b/o Aerin Lauder & Jane Lauder u/a/d 12/15/76 by Estee & JHL, the full name of which is Trust f/b/o Aerin Lauder and Jane Lauder, u/a/d December 15, 1976 Created by Estee Lauder and Joseph H. Lauder, as Grantors.
- (3) Amount reflects the two-for-one stock split of the Issuer on January 20, 2012.
- (4) Shares held by the Reporting Person are beneficially owned indirectly by Jane Lauder.
- (5) The Reporting Person acquired the shares of Class B Common Stock as a distribution from the separate share trust f/b/o Jane Lauder within the Trust f/b/o Aerin Lauder & Jane Lauder u/a/d 12/15/76 by RSL, the full name of which is Trust f/b/o Aerin Lauder and Jane Lauder, u/a/d December 15, 1976 Created by Ronald S. Lauder, as Grantor.

Remarks:

* The full name of the Reporting Person is the Jane A. Lauder 2003 Revocable Trust u/a/d November 6, 2003, Jane A. Lauder

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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