

ESTEE LAUDER COMPANIES INC

Form 4

September 09, 2005

**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 RONALD S**

(Last) (First) (Middle)

**THE ESTEE LAUDER  
COMPANIES INC., 767 FIFTH  
AVENUE**

(Street)

**NEW YORK, NY 10153**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**09/07/2005**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman Clinique Labs, Inc.

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Class A<br>Common<br>Stock            | 09/07/2005                              |                                                             | S                                    | 23,800                                                                  | D                                                                                                                  | \$ 41.1                                                                 | 138,753 <sup>(1)</sup> D                                          |
| Class A<br>Common<br>Stock            | 09/07/2005                              |                                                             | S                                    | 1,200                                                                   | D                                                                                                                  | \$<br>41.11                                                             | 137,553 <sup>(1)</sup> D                                          |
| Class A<br>Common<br>Stock            |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 3,182                                                                   | I<br>By<br>Descendants<br>of RSL 1966<br>Trust                    |

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

**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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    | 8. Pr<br>Deri<br>Secu<br>(Inst |                                  |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|--------------------------------|----------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                                  | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title                          | Amount or<br>Number of<br>Shares |
| Class B<br>Common<br>Stock                          | \$ 0 <sup>(2)</sup>                                                |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | <u>(3)</u>                                                          | <u>(3)</u>         | Class A<br>Common<br>Stock     | 14,228,019                       |
| Class B<br>Common<br>Stock                          | \$ 0 <sup>(2)</sup>                                                |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | <u>(3)</u>                                                          | <u>(3)</u>         | Class A<br>Common<br>Stock     | 3,182                            |
| Class B<br>Common<br>Stock                          | \$ 0 <sup>(2)</sup>                                                |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | <u>(3)</u>                                                          | <u>(3)</u>         | Class A<br>Common<br>Stock     | 40,220                           |

## Reporting Owners

| Reporting Owner Name / Address                                                               | Relationships |           |                              |       |
|----------------------------------------------------------------------------------------------|---------------|-----------|------------------------------|-------|
|                                                                                              | Director      | 10% Owner | Officer                      | Other |
| LAUDER RONALD S<br>THE ESTEE LAUDER COMPANIES INC.<br>767 FIFTH AVENUE<br>NEW YORK, NY 10153 | X             | X         | Chairman Clinique Labs, Inc. |       |

## Signatures

Ronald S. Lauder, by Spencer G. Smul,  
Attorney-in-fact

09/09/2005

                    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) The Reporting Person has a short position of 1,144,986 shares of Class A Common Stock established prior to the Issuer's initial public offering.

(2) There is no exercise or conversion price for the Class B Common Stock. It is convertible into shares of Class A Common Stock on a one-to-one basis.

(3) Shares of Class B Common Stock may be converted immediately 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.

(4) The Reporting Person disclaims beneficial ownership of these shares to the extent he does not have a pecuniary interest in such securities.

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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