

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-14** | Period of Report: **2013-01-11**
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REPORTING OWNER

Freda Fabrizio

CIK: **1428855**

Type: **4** | Act: **34** | File No.: **001-14064** | Film No.: **13528016**

Mailing Address
767 FIFTH AVENUE
NEW YORK NY 10153

ISSUER

ESTEE LAUDER COMPANIES INC

CIK: **1001250** | IRS No.: **112408943** | State of Incorp.: **DE** | Fiscal Year End: **0630**
SIC: **2844** Perfumes, cosmetics & other toilet preparations

Mailing Address
767 FIFTH AVE
NEW YORK NY 10153

Business Address
767 FIFTH AVE
NEW YORK NY 10153
2125724200

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Freda Fabrizio			2. Issuer Name and Ticker or Trading Symbol ESTEE LAUDER COMPANIES INC [EL]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/11/2013			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
THE ESTEE LAUDER COMPANIES INC., 767 FIFTH AVENUE			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) NEW YORK, NY 10153								
(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	(A) or (D)				Price
Class A Common Stock	01/11/2013		S	(1)	6,990	D	\$64	40,559 (2)	D	
Class A Common Stock	01/11/2013		S	(1)	1,400	D	\$64.01	39,159 (2)	D	
Class A Common Stock	01/11/2013		S	(1)	400	D	\$64.02	38,759 (2)	D	
Class A Common Stock	01/11/2013		S	(1)	1,026	D	\$64.03	37,733 (2)	D	
Class A Common Stock	01/11/2013		S	(1)	100	D	\$64.04	37,633 (2)	D	
Class A Common Stock	01/11/2013		S	(1)	84	D	\$64.06	37,549 (2)	D	

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

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 (Instr. 8)	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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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												Amount or Number of Shares				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title						

Explanation of Responses:

1. The sale of the shares of Class A Common Stock were made pursuant to a plan intended to comply with Rule 10b5-1(c), previously entered into on November 19, 2012.
2. The Reporting Person also has stock options to purchase at various prices 1,104,346 shares of the Company's Class A Common Stock, 469,160 of which are currently exercisable. In addition, the Reporting Person currently has restricted stock units in respect of 172,171 shares of Class A Common Stock expected to vest at various times through June 2017 and a Market Share Unit that may payout as many as 320,000 shares of Class A Common Stock depending upon performance of the Company's Class A Common Stock on the New York Stock Exchange during the 20 trading days ending June 30, 2014.

Signatures

Fabrizio Freda, by Spencer G. Smul, attorney-in-fact

** Signature of Reporting Person

01/14/2013

Date

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

* 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).

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

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 Number.