

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-03-19** | Period of Report: **2013-03-15**
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REPORTING OWNER

STERNLICHT BARRY S

CIK: **1034657**

Type: **4** | Act: **34** | File No.: **001-14064** | Film No.: **13702334**

Mailing Address
*STARWOOD HOTELS &
RESORTS WORLDWIDE
44 SOUTH BROADWAY
WHITE PLAINS NY 10601*

ISSUER

ESTEE LAUDER COMPANIES INC

CIK: **1001250** | IRS No.: **112408943** | State of Incorporation: **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 STERNLICHT BARRY S			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 type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/15/2013			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		
STARWOOD CAPITAL GROUP, 591 W. PUTNAM AVE.			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) GREENWICH, CT 06830								
(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			

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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Units (Share Payout)	(1)	03/15/2013		A	(2)	21.91		(3)	(3)	Class A Common Stock	21.91	\$63.34	7,733.86	D	
Stock Units (Cash Payout)	(1)	03/15/2013		A	(2)	85.78		(3)	(3)	Class A Common Stock	85.78	\$63.34	30,273.89	D	

Explanation of Responses:

1. Not applicable.
2. Represents reinvestment of dividend equivalents on outstanding stock units.
3. The Stock Units will be paid out the first business day of the calendar year following the last date of the Reporting Person's service as a director of the Company.

Signatures

Barry S. Sternlicht, by Maureen Sladek, Attorney-in-fact

** Signature of Reporting Person

03/19/2013

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.