

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2010-06-01** | Period of Report: **2010-05-27**
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REPORTING OWNER

1992 GRAT REMAINDER TRUST FBO GARY LAUDER

CIK: **1260297**

Type: **4** | Act: **34** | File No.: **001-14064** | Film No.: **10870147**

Mailing Address
767 FIFTH AVE
NEW YORK NY 10153

LAUDER GARY M

CIK: **1008088** | State of Incorporation: **DE** | Fiscal Year End: **0630**

Type: **4** | Act: **34** | File No.: **001-14064** | Film No.: **10870146**

Mailing Address
14600 WINCHESTER BLVD
LOS GATOS CA 95030

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

Lauder William P

CIK: **1008082** | State of Incorporation: **DE** | Fiscal Year End: **0630**

Type: **4** | Act: **34** | File No.: **001-14064** | Film No.: **10870145**

Mailing Address
767 FIFTH AVENUE
NEW YORK NY 10153

FORM 4

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 1992 GRAT REMAINDER TRUST FBO GARY LAUDER			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 type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Trust with Insider Trustee		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/27/2010			6. Individual or Joint/Group Filing (Check applicable line) <input type="checkbox"/> Form Filed by One Reporting Person <input checked="" type="checkbox"/> Form Filed by More than One Reporting Person		
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	05/27/2010		S (1)		4,300 (2)	D	\$58.3144 (2) (10)	1,116,213	D (3) (4) (5)	
Class A Common Stock	05/27/2010		S (1)		700 (2)	D	\$58.6943 (2) (11)	1,115,513	D (3) (4) (5)	
Class A Common Stock	05/28/2010		S (1)		5,000 (2)	D	\$58.6564 (2) (12)	1,110,513	D (3) (4) (5)	
Class A Common Stock								884,331	I (4) (5) (6)	by 1992 GRAT Remainder Trust f/b/o WPL
Class A Common Stock								58,811	D (7)	
Class A Common Stock								5,234	I (8)	by children of WPL

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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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Class B Common Stock	(9)							(9)	(9)	Class A Common Stock	634,152		634,152	I ⁽⁴⁾ ⁽⁵⁾ ⁽⁶⁾ by 1992 GRAT Remainder Trust f/b/o WPL
Class B Common Stock	(9)							(9)	(9)	Class A Common Stock	3,262,800		3,262,800	D ⁽⁷⁾
Class B Common Stock	(9)							(9)	(9)	Class A Common Stock	22,870		22,870	I ⁽⁸⁾ by children of WPL

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
1992 GRAT REMAINDER TRUST FBO GARY LAUDER 767 FIFTH AVENUE NEW YORK, NY 10153		X		Trust with Insider Trustee
LAUDER GARY M 767 FIFTH AVENUE NEW YORK, NY 10153		X		
Lauder William P C/O THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVENUE NEW YORK, NY 10153	X	X	Executive Chairman	

Explanation of Responses:

- 1992 GRAT Remainder Trust f/b/o Gary M. Lauder ("GML GRAT Remainder Trust") sold shares of Class A Common Stock pursuant to a plan intended to comply with Rule 10b5-1(c), previously entered into on February 3, 2010.
- The number of securities reported represents an aggregate number of shares sold in multiple open market transactions over a range of sales prices. The price reported represents the weighted average price. The GML GRAT Remainder Trust, Gary M. Lauder ("GML") or William P. Lauder ("WPL"), as the case may be, undertakes to provide the staff of the SEC, the Issuer, or a stockholder of the Issuer, upon request, the number of shares sold by such reporting person at each separate price within the range.
- Owned by GML GRAT Remainder Trust directly. Owned by each of GML and WPL, indirectly, as a trustee of the GML GRAT Remainder Trust.
- GML disclaims beneficial ownership to the extent that he does not have a pecuniary interest in such securities.
- WPL disclaims beneficial ownership to the extent that he does not have a pecuniary interest in such securities.
- Owned by 1992 GRAT Remainder Trust f/b/o William P. Lauder (the "WPL GRAT Remainder Trust") directly. Owned by each of GML and WPL, indirectly, as a trustee of the WPL GRAT Remainder Trust.
- Owned by WPL directly.
- Owned by WPL indirectly, in custody for his children.
- There is no exercise or conversion price for the Class B Common Stock. Shares of Class B Common Stock (i) may be converted immediately on a one-for-one basis by the holder into shares of Class A Common Stock and (ii) 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" (as defined in the Issuer's Restated Certificate of Incorporation) 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.
- Sales prices range from \$57.66 to \$58.65 per share, inclusive.
- Sales prices range from \$58.66 to \$58.73 per share, inclusive.
- Sales prices range from \$58.32 to \$58.92 per share, inclusive.

Signatures

[1992 GRAT RemainderTrust F/B/O Gary Lauder, by Spencer G. Smul, Attorney-in-fact](#)

[06/01/2010](#)

[Gary M. Lauder, by Spencer G. Smul, Attorney-in-fact](#)

[06/01/2010](#)

** Signature of Reporting Person

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.

Exhibit 99.1

Joint Filer Information

Name of Joint Filer: Gary M. Lauder

Address of Joint Filer: c/o The Estee Lauder Companies Inc.

767 Fifth Avenue

New York, NY 10153

Relationship of Joint Filer to Issuer: 10% Owner

Issuer Name and Ticker or Trading Symbol: The Estee Lauder Companies Inc. [EL]

Date of Earliest Transaction Required

to be Reported (Month/Day/Year): 5/27/2010

Designated Filer: 1992 GRAT Remainder Trust f/b/o Gary M. Lauder

Joint Filer Information

Name of Joint Filer: William P. Lauder

Address of Joint Filer: c/o The Estee Lauder Companies Inc.

767 Fifth Avenue

New York, NY 10153

Relationship of Joint Filer to Issuer: Director

Officer (Executive Chairman)

10% Owner

Issuer Name and Ticker or Trading Symbol: The Estee Lauder Companies Inc. [EL]

Date of Earliest Transaction Required

to be Reported (Month/Day/Year): 5/27/2010

Designated Filer: 1992 GRAT Remainder Trust f/b/o Gary M. Lauder