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ESTEE LAUDER COMPANIES INC

Form 4

November 17, 2014

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **BRAVO ROSE MARIE**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

(Middle)

(Zip)

ESTEE LAUDER COMPANIES

(Check all applicable)

INC [EL]

(Last) (First) 3. Date of Earliest Transaction

X_ Director 10% Owner Officer (give title Other (specify

(Month/Day/Year) 11/14/2014

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

(Street)

(State)

AVENUE

(City)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

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

NEW YORK, NY 10153

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. Securition(A) or Dis (Instr. 3, 4	posed	of (D)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership
		(Monui/Day/Tear)	Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)
Class A			Code v	rimount	(D)	\$			

Common 11/17/2014 M 10,000 A 18,000 D 35.51 Stock

Class A Common 11/17/2014 S 10,000 D 8,000 D (1)(2)Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

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displays a currently valid OMB control number.

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)	4. Transact Code (Instr. 8)	tiorDerivative So Acquired (A) Disposed of	5. Number of in 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 Amo Underlying Secu (Instr. 3 and 4)	
			Code V	V (A)	(D)	Date Exercisable	Expiration Date	Title	An Nu Sh	
Option (Right to Buy)	\$ 71.33	11/14/2014	A(3)	4,374	(2)	11/14/2015	11/14/2024	Class A Common Stock		
Stock Units (Share Payout)	<u>(4)</u>	11/14/2014	A(3)	1,019.25		<u>(5)</u>	(5)	Class A Common Stock	1,	
Option (right to buy) (3)	\$ 35.51	11/17/2014	M		10,000	11/09/2011	11/09/2020	Class A Common Stock	1	

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Other		
BRAVO ROSE MARIE THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVENUE NEW YORK, NY 10153	X					

Signatures

Rose Marie Bravo, by Maureen Sladek, Attorney-in-fact

**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).
- 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 Reporting Person undertakes to provide to the staff of the SEC, the Issuer, or a stockholder of the Issuer, upon request, the number of shares sold by the Reporting Person at each separate price within the range.
- (2) Sales prices range from \$70.80 to \$70.98 per share, inclusive.

Reporting Owners 2

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- (3) Granted pursuant to the Issuer's Non-Employee Director Share Incentive Plan.
- (4) Each Stock Unit (Share Payout) is convertible into one share of Class A Common Stock (i.e. 1:1).
- (5) The Stock Units (Share Payout) 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.
- (6) Not applicable.

a currently valid OMB number.

(7) The Reporting Person also has options to purchase 17,499 shares of Class A Common Stock, 13,125 of which are currently exercisable. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays

Explanation of Responses: