

O'HARE MICHAEL
Form 4
August 21, 2017

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 *
O'HARE MICHAEL

(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)
08/21/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
EVP-Global Human Resources

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 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	08/21/2017		M		17,841	A \$ 70.5 (1)	17,841 D
Class A Common Stock	08/21/2017		M		15,166	A \$ 76.23 (2)	33,007 D
Class A Common Stock	08/21/2017		M		9,025	A \$ 77.35 (3)	42,032 D

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Class A Common Stock	08/21/2017	S	42,023	D	\$ 105.41	9	D
Class A Common Stock	08/21/2017	S	9	D	\$ 105.65	0	D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (Right to Buy) ⁽¹⁾	\$ 70.5	08/21/2017		M	17,841	01/01/2015 ⁽¹⁾ 10/01/2023	Class A Common Stock 17,841
Option (Right to Buy) ⁽²⁾	\$ 76.23	08/21/2017		M	15,166	01/01/2016 ⁽²⁾ 09/03/2024	Class A Common Stock 15,166
Option (Right to Buy) ⁽³⁾	\$ 77.35	08/21/2017		M	9,025	01/01/2017 ⁽³⁾ 09/04/2025	Class A Common Stock 9,025

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
O'HARE MICHAEL THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVENUE NEW YORK, NY 10153	EVP-Global Human Resources

Signatures

Michael O'Hare, by Maureen Sladek,
attorney-in-fact

08/21/2017

__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).

Stock Options granted pursuant to Fiscal 2002 Share Incentive Plan in respect of 17,841 shares exercisable from and after January 1,
(1) 2015: 5,947 shares exercisable from and after January 1, 2015; 5,947 shares exercisable from and after January 1, 2016; and 5,947 shares exercisable from and after January 1, 2017.

Stock Options granted pursuant to Fiscal 2002 Share Incentive Plan in respect of 22,749 shares exercisable from and after January 1,
(2) 2016: 7,583 shares exercisable from and after January 1, 2016; 7,583 shares exercisable from and after January 1, 2017; and 7,583 shares exercisable from and after January 1, 2018.

Stock Options granted pursuant to Fiscal 2002 Share Incentive Plan in respect of 27,077 shares exercisable from and after January 1,
(3) 2017: 9,025 shares exercisable from and after January 1, 2017; 9,026 shares exercisable from and after January 1, 2018; and 9,026 shares exercisable from and after January 1, 2019.

(4) Not applicable.

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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