

ESTEE LAUDER COMPANIES INC
Form 4
March 07, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FRIBOURG PAUL J

2. Issuer Name and Ticker or Trading Symbol
ESTEE LAUDER COMPANIES INC [EL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/05/2013

Director 10% Owner
 Officer (give title below) Other (specify below)

CONTIGROUP COMPANIES, INC., 277 PARK AVENUE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10172

(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 Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Class A Common Stock	03/05/2013		M	4,600	A	\$ 20.2	8,600	D
Class A Common Stock	03/05/2013		S	4,315	D	\$ 66.09	4,285	D
Class A Common Stock	03/05/2013		S	285	D	\$ 66.1	4,000	D
Class A Common Stock	03/06/2013		M	3,714	A	\$ 20.2	7,714	D

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Common Stock								
Class A Common Stock	03/06/2013		M	886	A	\$ 22.13	8,600	D
Class A Common Stock	03/06/2013		S	2,180	D	\$ 65.96	6,420	D
Class A Common Stock	03/06/2013		S	500	D	\$ 65.97	5,920	D
Class A Common Stock	03/06/2013		S	1,920	D	\$ 65.98	4,000	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)	\$ 20.2	03/05/2013		M	4,600	10/31/2007 ⁽¹⁾	10/31/2016	Class A Common Stock	4,600
Option (Right to Buy)	\$ 20.2	03/06/2013		M	3,714	10/31/2007 ⁽¹⁾	10/31/2016	Class A Common Stock	3,714
Option (Right to Buy)	\$ 22.13	03/06/2013		M	886	11/09/2008 ⁽¹⁾	11/09/2017	Class A Common Stock	886

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRIBOURG PAUL J CONTIGROUP COMPANIES, INC. 277 PARK AVENUE NEW YORK, NY 10172	X			

Signatures

Paul J. Fribourg, by Maureen Sladek,
Attorney-in-fact

03/07/2013

__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).
- (1) Stock Options granted pursuant to the Issuer's Non-Employee Director Share Incentive Plan.
 - (2) Not Applicable.
 - (3) The Reporting Person also has options to purchase at various prices 57,144 shares of Class A Common Stock, 52,408 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.

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