

SCHIELE GEORGE W
Form 3
November 25, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â LAL 2008 Marital Trust
(Last) (First) (Middle)

C/O PILLSBURY WINTHROP
SHAW PITTMAN LLP, Â 1540
BROADWAY

(Street)

NEW YORK, Â NY Â 10036-4039

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
11/17/2008

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

Class A Common Stock

2. Amount of Securities Beneficially Owned (Instr. 4)

2,624,302

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

I ⁽¹⁾

4. Nature of Indirect Beneficial Ownership (Instr. 5)

By LAL Family Partners L.P.

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Class B Common Stock	Â (2)	Â (2)	Class A Common Stock	42,705,540	\$ (2)	I (1)	By LAL Family Partners L.P.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAL 2008 Marital Trust C/O PILLSBURY WINTHROP SHAW PITTMAN LLP 1540 BROADWAY NEW YORK, NY 10036-4039	Â	Â X	Â	Â
SCHIELE GEORGE W 19 HILL ROAD GREENWICH, CT 06830	Â	Â X	Â	Â

Signatures

George W. Schiele, as trustee
11/25/2008
**Signature of Reporting Person Date

George W. Schiele
11/25/2008
**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) The LAL 2008 Marital Trust ("LAL 2008 Trust") is the majority stockholder of LAL Family Corporation, which is the sole general partner of LAL Family Partners L.P. ("LALFP"). The LAL 2008 Trust is an irrevocable trust established by Leonard A. Lauder, as settlor, for the benefit of his spouse, himself and his descendants. The shares reported are directly owned by LALFP. The LAL 2008 Trust disclaims beneficial ownership of such shares except to the extent of its pecuniary interest.

(2) There is no exercise or conversion price for the Class B Common Stock. Shares of Class B Common Stock may be converted immediately on a one-for-one basis by the holder and 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.

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Remarks:

George W. Schielle, a trustee of the LAL 2008 Trust, beneficially owns no equity securities of the LAL 2008 Trust. See Exhibit 99.1 - Joint Filer Information, incorporated by reference.

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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