

ESTEE LAUDER COMPANIES INC

Form 4

November 14, 2007

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
1992 GRAT REMAINDER TRUST
FBO GARY LAUDER

(Last) (First) (Middle)

C/O 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)
11/12/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer (give title ____X__ Other (specify
below) below)
Trust with Insider

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
X 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	11/12/2007		S ⁽¹⁾		12,282	D	\$ 43.3907 (2)
Class A Common Stock	11/13/2007		S ⁽¹⁾		12,282	D	\$ 44.0552 (2)
Class A Common Stock	11/14/2007		S ⁽¹⁾		12,282	D	\$ 44.316 (2)
							356,159
							343,877
							331,595
							D ⁽¹⁾
							D ⁽¹⁾
							D ⁽¹⁾ ⁽⁹⁾

Edgar Filing: ESTEE LAUDER COMPANIES INC - Form 4

Class A Common Stock	11/12/2007	S ⁽³⁾	25,000	D	\$ 43.5022 (4)	545,800	D ⁽³⁾	
Class A Common Stock	11/12/2007	G ⁽⁵⁾	V 35,400	D	(6)	510,400	D ⁽⁵⁾	
Class A Common Stock	11/13/2007	S ⁽³⁾	25,000	D	\$ 44.0534 (4)	485,400	D ⁽³⁾	
Class A Common Stock	11/14/2007	S ⁽³⁾	25,000	D	\$ 44.3174 (4)	460,400	D ⁽³⁾ ⁽⁹⁾	
Class A Common Stock	11/12/2007	S ⁽⁷⁾	12,282	D	\$ 43.3932 (8)	356,159	D ⁽⁷⁾	
Class A Common Stock	11/13/2007	S ⁽⁷⁾	12,282	D	\$ 44.0544 (8)	343,877	D ⁽⁷⁾	
Class A Common Stock	11/14/2007	S ⁽⁷⁾	12,282	D	\$ 44.3166 (8)	331,595	D ⁽⁷⁾ ⁽⁹⁾	
Class A Common Stock						5,234	I	By children of William P. Lauder

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

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 control number.

SEC 1474
(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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)		Title		

Date Exercisable	Expiration Date	Amount or Number of Shares
---------------------	--------------------	--

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
1992 GRAT REMAINDER TRUST FBO GARY LAUDER C/O THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVENUE NEW YORK, NY 10153		X		Trust with Insider
Lauder William P THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVE. NEW YORK, NY 10036		X		Trust with Insider
LAUDER GARY M ICTV INC. 14600 WINCHESTER BLVD. LOS GATOS, CA 95032		X		
LAUDER GARY M REVOCABLE TRUST UAD 8/10/2000 ICTV INC. 14600 WINCHESTER BLVD. LOS GATOS, CA 95032		X		
1992 GRAT REMAINDER TRUST FBO WILLIAM LAUDER THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVENUE NY, NY 10153		X		Trust with Insider

Signatures

William P. Lauder, by Spencer G. Smul, Attorney-in-fact	11/14/2007
<u> </u> **Signature of Reporting Person	Date
Gary M. Lauder, by Spencer G. Smul, Attorney-in-fact	11/14/2007
<u> </u> **Signature of Reporting Person	Date
Gary M. Lauder, Trustee, by Spencer G. Smul, Attorney-in-fact	11/14/2007
<u> </u> **Signature of Reporting Person	Date
William P. Lauder, Trustee, by Spencer G. Smul, Attorney-in-fact	11/14/2007
<u> </u> **Signature of Reporting Person	Date

Gary M. Lauder, Trustee, by Spencer G. Smul,
Attorney-in-fact

11/14/2007

__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) The 1992 GRAT Remainder Trust f/b/o Gary M. Lauder sold shares of Class A Common Stock pursuant to a plan intended to comply with Rule 10b5-1(c), previously entered into on September 5, 2007. After the sales, The 1992 GRAT Remainder Trust f/b/o Gary M. Lauder also owns 1,343,846 shares of Class B Common Stock.
 - (2) See Exhibit 99.1(a).
 - (3) The GML Revocable Trust sold shares of Class A Common Stock pursuant to a plan intended to comply with Rule 10b5-1(c), previously entered into on September 5, 2007.
 - (4) See Exhibit 99.1(b).
 - (5) Shares of Class A Common Stock were donated to charity from the GML Revocable Trust, pursuant to a plan intended to comply with Rule 10b5-1(c), previously entered into on September 7, 2007.
 - (6) Not applicable.
 - (7) The 1992 GRAT Remainder Trust f/b/o William P. Lauder sold shares of Class A Common Stock pursuant to a plan intended to comply with Rule 10b5-1(c), previously entered into on September 5, 2007. After the sales, The 1992 GRAT Remainder Trust f/b/o William P. Lauder also owns 1,914,608 shares of Class B Common Stock.
 - (8) See Exhibit 99.1(c).
 - (9) See Exhibit 99.1(d).

Remarks:

*The name of this Trust is the Second Amendment and Restatement of the Gary M. Lauder Revocable Trust u/a dated October

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 a currently valid OMB number.