

ESTEE LAUDER COMPANIES INC

Form 4

February 27, 2008

**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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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)

02/25/2008

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 below) \_\_\_\_X\_\_ Other (specify 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	02/25/2008		S <sup>(1)</sup>		12,281 <sup>(2)</sup>	D \$ 42.8586 <sup>(2)</sup>	196,497 D <sup>(1)</sup>
Class A Common Stock	02/26/2008		S <sup>(1)</sup>		12,281 <sup>(2)</sup>	D \$ 43.4223 <sup>(2)</sup>	184,216 D <sup>(1)</sup> <sup>(7)</sup>
Class A Common Stock	02/25/2008		S <sup>(3)</sup>		25,000 <sup>(4)</sup>	D \$ 42.854 <sup>(4)</sup>	150,000 D <sup>(3)</sup>

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Class A Common Stock	02/26/2008	S <sup>(3)</sup>	25,000 (4)	D	\$ 43.4235 (4)	125,000	D <sup>(3)</sup> <sup>(7)</sup>	
Class A Common Stock	02/25/2008	S <sup>(5)</sup>	12,281 (6)	D	\$ 42.8547 (6)	196,497	D <sup>(5)</sup>	
Class A Common Stock	02/26/2008	S <sup>(5)</sup>	12,281 (6)	D	\$ 43.4243 (6)	184,216	D <sup>(5)</sup> <sup>(7)</sup>	
Class A Common Stock						242,365	D <sup>(8)</sup>	
Class A Common Stock						5,234	I <sup>(7)</sup>	By children of William P. Lauder

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

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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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	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 GARY M REVOCABLE TRUST UAD  
8/10/2000  
ICTV INC.  
333 W. SAN CARLOS ST., SUITE 400  
SAN JOSE, CA 95110

X

LAUDER GARY M  
ICTV INC.  
333 W. SAN CARLOS ST., SUITE 400  
SAN JOSE, CA 95110

X

1992 GRAT REMAINDER TRUST FBO WILLIAM  
LAUDER  
THE ESTEE LAUDER COMPANIES INC.  
767 FIFTH AVENUE  
NY, NY 10153

X

Trust with  
Insider

Lauder William P  
THE ESTEE LAUDER COMPANIES INC.  
767 FIFTH AVE.  
NEW YORK, NY 10036

X

X

President and  
CEO

## Signatures

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

02/27/2008

\_\_Signature of Reporting Person

Date

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

02/27/2008

\_\_Signature of Reporting Person

Date

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

02/27/2008

\_\_Signature of Reporting Person

Date

William P. Lauder, by Spencer G. Smul, Attorney-in-fact

02/27/2008

\_\_Signature of Reporting Person

Date

William P. Lauder, Trustee, by Spencer G. Smul,  
Attorney-in-fact

02/27/2008

\_\_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)

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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. 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) 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. The 1992 GRAT Remainder Trust f/b/o William P. Lauder also owns 1,914,608 shares of Class B Common Stock.

(6) See Exhibit 99.1(c).

(7) See Exhibit 99.1(d).

(8) Directly owned by William P. Lauder

### Remarks:

\*The full name of the Gary M. Lauder Revocable Trust is the Second Amendment and Restatement of the Gary M. Lauder Re

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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