

LAUDER JANE
Form 4
August 23, 2018

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 *
LAUDER JANE

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)
08/23/2018

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

C/O THE ESTEE LAUDER COMPANIES INC., 767 FIFTH 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 10153

(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 Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Class A Common Stock	08/23/2018		M		8,334	A	\$ 26.42 (1) 45,037	D
Class A Common Stock	08/23/2018		M		28,000	A	\$ 17 (2) 73,037	D
Class A Common Stock	08/23/2018		S		13,255 (3)	D	\$ 132.79 (3) (4) 59,782	D

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 8,334 shares exercisable from and after January 1, 2012. Upon award, this option was reported as covering 4,166 shares exercisable from and after January 1, 2010; 4,167 shares exercisable from

(1) and after January 1, 2011; and 4,167 shares exercisable from and after January 1, 2012 at an exercise price of \$52.83. The options exercisable as of January 2010 and January 2011 were exercised prior to a stock split that occurred on January 20, 2012. The remaining options, those exercisable as of January 2012, have been adjusted in this report to reflect that stock split.

Stock options granted pursuant to Fiscal 2002 Share Incentive Plan in respect of 9,332 shares exercisable from and after January 1, 2011; 9,334 shares exercisable from and after January 1, 2012; and 9,334 shares exercisable from and after January 1, 2013. Upon award, this

(2) option was reported as covering 4,666 shares exercisable from and after January 1, 2011; 4,667 shares exercisable from and after January 1, 2012; and 4,667 shares exercisable from and after January 1, 2013 at an exercise price of \$34.00, but have been adjusted in this report to reflect the stock split that occurred on January 20, 2012.

The number of securities reported represents an aggregate number of shares sold in multiple open market transactions over a range of sales prices. The price reported represents the weighted average price. The Reporting Person undertakes to provide to the staff of the SEC, the Issuer, or a stockholder of the Issuer, upon request, the number of shares sold by the Reporting Person at each separate price within the range.

(3)

(4) Sales prices range from \$132.13 to \$133.12 per share, inclusive.

(5) Sales prices range from \$133.13 to \$134.06 per share, inclusive.

(6) 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.

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.