Edgar Filing: ESTEE LAUDER COMPANIES INC - Form 4

ESTEE LAUDER COMPANIES INC

Form 4

Common

Stock

10/31/2006

November 02, 2006

FORM	ЛΔ								OMB AF	PROVAL		
Washington, D.C. 2							NGE C	OMMISSION	OMB Number:	3235-0287		
if no lor subject Section Form 4	Check this box if no longer subject to Section 16. Form 4 or Section 26. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							NERSHIP OF	Expires: January 3 200 Estimated average burden hours per response 0			
Form 5 obligation may cor <i>See</i> Install(b).	Section 17(a) of the P	ublic Ut		ding Cor	npan	y Act of	e Act of 1934, 1935 or Section 0	ı			
(Print or Type	Responses)											
1. Name and SUSMAN	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) THE ESTE COMPANI AVENUE	(3. Date of Earliest Transaction (Month/Day/Year) 10/31/2006					Director 10% Owner Officer (give title Other (specify below) Exec.VP, Global Communications					
	(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
NEW YOR	K, NY 10153							Form filed by M Person	ore than One Rep	porting		
(City)	(State)	(Zip)	Tabl	e I - Non-D) erivative	Secui	rities Acq	uired, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	nsaction Date 2A. Deemed h/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securi on(A) or Di (Instr. 3,	spose 4 and (A) or	d of (D)	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)		
Class A Common Stock	10/31/2006			C	1,610	A	(1)	1,610	D			
Class A												

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

 $F^{(2)}$

770

D

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

D

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OMB APPROVAL

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displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Number		6. Date Exercisable and		7. Title and Amount of		8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date		Underlying Securities		Deriv
Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)		Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Acquired						(Inst
	Derivative				(A) or					
	Security				Disposed of					
					(D)					
					(Instr. 3, 4,					
					and 5)					
									Amount	
						D.	E '		or	
						Date Everaisable	Expiration	Title	Number	
						Exercisable	Date		of	
				Code V	(A) (D)				Shares	
Dantuintad										
Restricted								G1 4		
Stock					1,610			Class A		
Units	<u>(1)</u>	10/31/2006		M	(3)	(4)	(4)	Common	1,610	9
(Share					<u> </u>			Stock		
Payout)										
= 45 0 410)										

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SUSMAN SALLY THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVENUE NEW YORK, NY 10153

Exec.VP, Global Communications

Signatures

Sally Susman, by Charles E. Reese, II, attorney-in-fact 11/02/2006

**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) Not applicable. Restricted stock units vest and are paid out in shares of Class A Common Stock on a one-to-one basis on the applicable vesting date.
- (2) Represents the withholding of shares for tax purposes.
- (3) Vesting of a portion of the restricted stock units granted September 26, 2005.
- (4) Remaining restricted stock units from the grants dated September 26, 2005 and September 20, 2006 will vest and be paid out as follows: 3,137 on October 31, 2007, 3,137 on October 31, 2008, and 1,526 on November 2, 2009, or in each case the first day thereafter that shares may be sold pursuant to company policy. Upon payout, additional shares will be withheld to cover minimum statutory tax

Reporting Owners 2

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obligations. Restricted stock units are accompanied by dividend equivalent rights that will be payable in cash at the time of payout of the related shares.

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.