#### Edgar Filing: ESTEE LAUDER COMPANIES INC - Form 4

#### ESTEE LAUDER COMPANIES INC

Form 4

September 09, 2015

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### NITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations

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

burden hours per response... 0.5

may continue. See Instruction

30(h) of the Investment Company Act of 1940

(Middle)

(Zip)

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Polcer Gregory

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

**ESTEE LAUDER COMPANIES** INC [EL]

(Check all applicable)

(Last) (First)

3. Date of Earliest Transaction

Director 10% Owner Other (specify X\_ Officer (give title

THE ESTEE LAUDER

(Month/Day/Year) 09/04/2015

EVP - Global Supply Chain

**COMPANIES INC., 767 FIFTH AVENUE** 

(Street)

(State)

09/04/2015

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

Securities

Beneficially

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

below)

NEW YORK, NY 10153

(City)

1.Title of 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of 6. Ownership 7. Nature of

Security (Instr. 3) (Month/Day/Year)

Owned Following Reported (A) Transaction(s)

Price

Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

Class A Common 09/04/2015 Code V Amount (D) 8,334 A

3,436

(Instr. 3 and 4)

Class A Common

Stock

 $A^{(1)}$ 

 $F^{(2)}$ 

\$0 69,935

D

D

Stock

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

66,449

SEC 1474 (9-02)

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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 or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 77.35	09/04/2015		A	28,036	(3)	09/04/2025	Class A Common Stock	28,036
Restricted Stock Units (Share Payout)	\$ 0 (4)	09/04/2015		A	8,370	<u>(5)</u>	<u>(5)</u>	Class A Common Stock	8,370

## **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Polcer Gregory

THE ESTEE LAUDER COMPANIES INC.

767 FIFTH AVENUE NEW YORK, NY 10153 EVP - Global Supply Chain

### **Signatures**

Gregory F. Polcer, by Maureen Sladek, attorney-in-fact

09/09/2015

Date

\*\*Signature of Reporting Person

## **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) Reflects payout of Performance Share Units ("PSUs") granted to Reporting Person on September 4, 2012.
- (2) Represents the withholding of shares for tax purposes in connection with the payout of the PSUs.
- (3) Stock options granted pursuant to Fiscal 2002 Share Incentive Plan in respect of 9,345 shares exercisable from and after January 1, 2017; 9,345 shares exercisable from and after January 1, 2018; and 9,346 shares exercisable from and after January 1, 2019.

Reporting Owners 2

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- (4) 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.
  - Assuming continued employment, the Restricted Stock Units granted on September 4, 2015 will vest and be paid out as follows: 2,790 on October 31, 2016; 2,790 on October 31, 2017; and 2,790 on October 31, 2018. Assuming continued employment, the Restricted Stock
- (5) Units held by the Reporting Person will vest and be paid out as follows: 7,723 on November 2, 2015; 8,000 on October 31, 2016; 5,324 on October 31, 2017; and 2,790 on October 31, 2018. Upon payout, shares will be withheld to cover minimum statutory tax 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.