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

ESTEE LAUDER COMPANIES INC Form 4/A November 21, 2011 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LAUDER RONALD S Issuer Symbol ESTEE LAUDER COMPANIES (Check all applicable) INC [EL] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director X\_\_ 10% Owner X\_Officer (give title \_Other (specify (Month/Day/Year) below) below) THE ESTEE LAUDER 11/16/2011 Chairman, Clinique Labs, LLC COMPANIES INC., 767 FIFTH **AVENUE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person 11/18/2011 Form filed by More than One Reporting NEW YORK, NY 10153 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of 6. Indirect Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Ownership (Instr. 3) Code Beneficially Form: Direct Beneficial anv (D)(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned (D) or Ownership (Instr. 4) Following Indirect (I) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Price Code V Amount (D) Class A Common 11/16/2011 G V 25,000 D (1) 32,553 (2) D Stock By Class A Decendants Common 3.182  $I^{(3)}$ of RSL 1966 Stock Trust

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

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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. Transactio Code (Instr. 8)	5. 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 Underlying Securitie (Instr. 3 and 4)		Securities	8. Prio Deriv Secur (Instr.	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	\$ 0 <u>(4)</u>					(5)	(5)	Class A Common Stock	6,664,488	
Class B Common Stock	\$ 0 <u>(4)</u>					(5)	(5)	Class A Common Stock	3,182	

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships								
	Director	10% Owner	Officer	Other					
LAUDER RONALD S THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVENUE NEW YORK, NY 10153	Х	Х	Chairman, Clinique Labs, LLC						
Signatures									
Ronald S. Lauder, by Spencer G. Smul, Attorney-in-fact	11/21/2011								
**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.

(2)

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This amendment is being filed to correct the number of shares of Class A Common Stock and Class B Common Stock held by the Reporting Person after the gift of 25,000 shares of Class A Common Stock made on November 16, 2011 and reported in the Form 4 on November 18, 2011. No shares of Class B Common Stock were converted by the Reporting Person prior to making the gift on November 16, 2011.

- (3) The Reporting Person disclaims beneficial ownership of these shares to the extent he does not have a pecuniary interest in such securities.
- (4) There is no exercise or conversion price for the Class B Common Stock. It is convertible into shares of Class A Common Stock on a one-to-one basis.

Shares of Class B Common Stock may be converted immediately on a one-for-one basis by the holder and are automatically converted into Class A Common Stock on a one-for-one basis upon transfer to a person or entity that is not a "Permitted Transferee" or soon after a

(5) Into class recommon stock on a one-for-one basis upon transfer to a person of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry that is not a refinited transferee of soon after a spectrum of entry transferee of soon after a spectrum of entry transferee of entry transfer

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.