

1992 GRAT REMAINDER TRUST FBO WILLIAM LAUDER  
Form 4  
August 27, 2012

**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 \*  
1992 GRAT REMAINDER TRUST  
FBO WILLIAM LAUDER

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)  
767 FIFTH AVENUE,  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/23/2012

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_X\_\_\_ Other (specify below)  
Trust with Insider Trustee

NEW YORK, NY 10153

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting Person

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |   |
| Class A Common Stock            |                                      |  |                                |   | 753,277   | D  | (1) (2) (3)   |
| Class A Common Stock            | 08/23/2012                           |  | S <sup>(4)</sup>               | 3,513 <sub>(5)</sub> D 60.02 <sub>(5) (6)</sub>                   | 749,764   | D  | (1) (2) (3)   |
| Class A Common Stock            | 08/24/2012                           |  | S <sup>(4)</sup>               | 80,000 <sub>(5)</sub> D 60.07 <sub>(5) (7)</sub>                  | 669,764   | D  | (1) (2) (3)   |
| Class A Common                  |                                      |  |                                |   | 225,176   | D  | (8)   |

|                            |  |  |  |        |                                     |  |   |
|----------------------------|--|--|--|--------|-------------------------------------|--|---|
| Stock                      |  |  |  |        |                                     |  |   |
| Class A<br>Common<br>Stock |  |  |  | 10,468 | I <u>(9)</u>                        |  | by children<br>of WPL   |
| Class A<br>Common<br>Stock |  |  |  | 24,360 | I <u>(2)</u> <u>(3)</u> <u>(10)</u> |  | WPL is a<br>trustee of<br>the GML<br>GRAT<br>Remainder<br>Trust |

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 displays a currently valid OMB control number.** 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         |                 |                            |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|----------------------------|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D)   | Date Exercisable | Expiration Date | Title                      | Amount or Number of Shares |
| Class B<br>Common<br>Stock                 | <u>(11)</u>  |                                      |  |                                |   | <u>(11)</u>  | <u>(11)</u>   |                  |                 | Class A<br>Common<br>Stock | 1,268,304                  |
| Class B<br>Common<br>Stock                 | <u>(11)</u>  |                                      |  |                                |   | <u>(11)</u>  | <u>(11)</u>   |                  |                 | Class A<br>Common<br>Stock | 6,525,600                  |
| Class B<br>Common<br>Stock                 | <u>(11)</u>  |                                      |  |                                |   | <u>(11)</u>  | <u>(11)</u>   |                  |                 | Class A<br>Common<br>Stock | 45,740                     |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director

Officer

Other



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There is no exercise or conversion price for the Class B Common Stock. Shares of Class B Common Stock (i) may be converted immediately on a one-for-one basis by the holder into shares of Class A Common Stock and (ii) 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" (as defined in the Issuer's Restated Certificate of Incorporation) or soon after a record date for a meeting of stockholders where the outstanding Class B Common Stock constitutes less than 10% of the outstanding shares of Common Stock of the Issuer.

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