

Edgar Filing: ESTEE LAUDER COMPANIES INC - Form 4

ESTEE LAUDER COMPANIES INC

Form 4

December 10, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Rose, Marshall

667 Madison Avenue

23rd Floor

New York, NY 10021

2. Issuer Name and Ticker or Trading Symbol

The Estee Lauder Companies Inc.

EL

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

11/30/2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

(specify below)

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by One Reporting Person

() Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
----------------------	---------------------	---------	--	--

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Put or Call or Other Feature
---------------------------------	--	---------------------	---------	---	--	--	---------------------------------

Stock Units (Cash Payment)	1 for 1	08/22/2001	A (1)	447.43	A (2) (2)	Class A Common Stock	447.43	\$40
Stock Units (Cash Payment)	1 for 1	09/13/2001	A (1)	39.16	A (2) (2)	Class A Common Stock	39.16	\$38

Edgar Filing: ESTEE LAUDER COMPANIES INC - Form 4

ut)		/2001)							on Stock		
Stock Units (Cash Payo	1 for 1	09/28 A	(1 V 45.25	A	(2)	(2)			Class A Comm	45.25	\$33
ut)		/2001)							on Stock		
Stock Units (Cash Payo	1 for 1	10/02 A	(3 V 5.31	A	(2)	(2)			Class A Comm	5.31	\$32
ut)		/2001)							on Stock		
Stock Units (Cash Payo	1 for 1	10/31 A	(1 V 558.14	A	(2)	(2)			Class A Comm	558.14	\$32
ut)		/2001)							on Stock		
Stock Units (Share Pay	1 for 1	10/31 A	(4 V 746.36	A	(2)	(2)			Class A Comm	746.36	\$33
out)		/2001)							on Stock		5
Option (Right to Buy)	\$32.25	10/31 A	(5 V 5,000	A	10/31 10/31	10/31			Class A Comm	5,000	
		/2001)				/ 20 / 20			on Stock		
						02 11					

Explanation of Responses:

1. Reflects grant of stock units in lieu of cash for quarterly portion of annual retainer and/or meeting fees.
2. The stock units will be paid out in cash as of the first January 1 (or first business day thereafter) after the last date of the Reporting Person's service as a director of the Issuer.
3. Represents reinvestment of dividend equivalents on outstanding Stock Units.
4. Granted pursuant to the Issuer's Non-Employee Director Share Incentive Plan. Price per unit is based on the average closing price of the Issuer's Class A Common Stock for the twenty days preceding the date of grant.
5. Granted pursuant to the Issuer's Non-Employee Director Share Incentive Plan.

SIGNATURE OF REPORTING PERSON

Marshall Rose

DATE

12/04/2001