

ESTEE LAUDER COMPANIES INC

Form 3

November 12, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â LAUDER AERIN

(Last) (First) (Middle)

THE ESTEE LAUDER
COMPANIES INC.,Â 767
FIFTH AVENUE

(Street)

NEW YORK,Â NYÂ 10153

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/05/2004

3. Issuer Name and Ticker or Trading Symbol

ESTEE LAUDER COMPANIES INC [EL]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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| | | | | Shares | | or Indirect (I) (Instr. 5) | |
|-----------------------|------------------|------------------|----------------------------|-----------|-------------------|----------------------------------|--|
| Option (Right to Buy) | Â ⁽¹⁾ | 07/20/2009 | Class A Common Stock | 3,000 | \$ 53.5 | D | Â |
| Option (Right to Buy) | Â ⁽²⁾ | 08/22/2011 | Class A Common Stock | 10,000 | \$ 40.23 | D | Â |
| Option (Right to Buy) | Â ⁽³⁾ | 07/10/2012 | Class A Common Stock | 5,000 | \$ 32.15 | D | Â |
| Option (Right to Buy) | Â ⁽⁴⁾ | 08/24/2014 | Class A Common Stock | 5,000 | \$ 43.1 | D | Â |
| Class B Common Stock | Â ⁽⁵⁾ | Â ⁽⁵⁾ | Class A Common Stock | 4,932,545 | \$ ⁽⁶⁾ | I | Zinterhofer Aerin Lauder Trust u/a/d 4/24/00 |
| Class B Common Stock | Â ⁽⁵⁾ | Â ⁽⁵⁾ | Class A Common Stock | 220,000 | \$ ⁽⁶⁾ | I | Aerin Lauder Zinterhofer 2004 GRAT |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LAUDER AERIN THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVENUE NEW YORK, NY 10153 | Â X | Â | Â | Â |

Signatures

Aerin Lauder, by Spencer G. Smul,
Attorney-in-fact

11/12/2004

⁽¹⁾Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) These options became fully exercisable on January 1, 2004.

(2) The options are a part of a grant of options in respect of 3,300 shares exercisable from and after January 1, 2004; 3,300 shares exercisable from and after January 1, 2005; 3,400 shares exercisable from and after January 1, 2006.

(3) The options are a part of a grant of options in respect of 1,666 shares exercisable from and after January 1, 2004; 1,667 shares exercisable from and after January 1, 2005; 1,667 shares exercisable from and after January 1, 2006.

(4)

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The options are a part of a grant of options in respect of 1,666 shares exercisable from and after January 1, 2006; 1,667 shares exercisable from and after January 1, 2007; 1,667 shares exercisable from and after January 1, 2008.

- (5) 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 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.
- (6) 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-for-one basis.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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