

ESTEE LAUDER COMPANIES INC

Form 4

November 01, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LAUDER GARY M REVOCABLE
TRUST UAD 8/10/2000

(Last) (First) (Middle)

C/O LAUDER PARTNERS, 88
MERCEDES LANE

(Street)

ATHERTON, CA 94027

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ESTEE LAUDER COMPANIES
INC [EL]

3. Date of Earliest Transaction
(Month/Day/Year)
10/30/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

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

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 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)
				(A) or (D)			
Class A Common Stock	10/30/2006		G	V 25,000	D 138,454	D (2)	
Class A Common Stock	10/30/2006		G	V 4,800	D 133,654	D (2)	
Class A Common Stock					8,252	D (3)	
Class A					368,441 (4)	I (3)	By 1992

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Common Stock								GRAT Remainder Trust f/b/o Gary Lauder
Class A Common Stock					368,441 ⁽⁵⁾	I ⁽³⁾		By 1992 GRAT Remainder Trust f/b/o William Lauder

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

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(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 of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
LAUDER GARY M REVOCABLE TRUST UAD 8/10/2000 C/O LAUDER PARTNERS 88 MERCEDES LANE ATHERTON, CA 94027	X
LAUDER GARY M C/O LAUDER PARTNERS 88 MERCEDES LANE ATHERTON, CA 94027	X

Signatures

Gary M. Lauder, Trustee, by Spencer G. Smul,
Attorney-in-fact

11/01/2006

__Signature of Reporting Person

Date

Gary M. Lauder, by Spencer G. Smul, Attorney-in-fact

11/01/2006

__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) Held by the Gary M. Lauder Revocable Trust. Also beneficially owned directly by Gary M. Lauder.
- (3) Beneficially owned by Gary M. Lauder.
- (4) The 1992 GRAT Remainder Trust f/b/o Gary Lauder also holds 1,914,608 shares of Class B Common Stock. Gary M. Lauder disclaims beneficial ownership of all shares owned by such trust to the extent he does not have a pecuniary interest in such securities.
- (5) The 1992 GRAT Remainder Trust f/b/o William Lauder also holds 1,914,608 shares of Class B Common Stock. Gary M. Lauder disclaims beneficial ownership of all shares owned by such trust to the extent he does not have a pecuniary interest in such securities.

Remarks:

* The name of the Reporting Person is currently the Second Amendment and Restatement of the Gary M. Lauder Revocable T

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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