

Hertzmark Hudis Jane
Form 3
July 20, 2018

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 Hertzmark Hudis Jane

(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)

07/12/2018

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 (specify below)

Group President

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)

Class A Common Stock

41,645

D Â

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)

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

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

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

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Option (Right to Buy)	Â <u>(1)</u>	09/03/2024	Class A Common Stock	20,925 <u>(1)</u>	\$ 76.23	D	Â
Option (Right to Buy)	Â <u>(2)</u>	09/04/2025	Class A Common Stock	22,666 <u>(2)</u>	\$ 77.35	D	Â
Option (Right to Buy)	Â <u>(3)</u>	09/06/2026	Class A Common Stock	26,764 <u>(3)</u>	\$ 89.47	D	Â
Option (Right to Buy)	Â <u>(4)</u>	09/05/2027	Class A Common Stock	31,604 <u>(4)</u>	\$ 107.95	D	Â
Restricted Stock Units (Share Payout)	Â <u>(5)(6)</u>	Â <u>(5)(6)</u>	Class A Common Stock	2,128 <u>(5)</u> <u>(6)</u>	\$ <u>(7)</u>	D	Â
Restricted Stock Units (Share Payout)	Â <u>(6)(8)</u>	Â <u>(6)(8)</u>	Class A Common Stock	11,949 <u>(6)</u> <u>(8)</u>	\$ <u>(7)</u>	D	Â
Restricted Stock Units (Share Payout)	Â <u>(6)(9)</u>	Â <u>(6)(9)</u>	Class A Common Stock	4,575 <u>(6)</u> <u>(9)</u>	\$ <u>(7)</u>	D	Â
Restricted Stock Units (Share Payout)	Â <u>(6)(10)</u>	Â <u>(6)(10)</u>	Class A Common Stock	8,011 <u>(6)</u> <u>(10)</u>	\$ <u>(7)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hertzmark Hudis Jane THE ESTEE LAUDER COMPANIES INC. 767 FIFTH AVENUE NEW YORK, NY 10153	Â	Â	Â Group President	Â

Signatures

Jane Hertzmark Hudis, by Spencer G. Smul,
attorney-in-fact

07/20/2018

 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) Stock options granted pursuant to Fiscal 2002 Share Incentive Plan in respect of: 6,975 shares exercisable from and after January 1, 2016; 6,975 shares exercisable from and after January 1, 2017; and 6,975 shares exercisable from and after January 1, 2018.
- (2) Stock options granted pursuant to Fiscal 2002 Share Incentive Plan in respect of: 7,555 shares exercisable from and after January 1, 2017; 7,555 shares exercisable from and after January 1, 2018; and 7,556 shares exercisable from and after January 1, 2019.
- (3) Stock options granted pursuant to Fiscal 2002 Share Incentive Plan in respect of: 8,921 shares exercisable from and after January 1, 2018; 8,921 shares exercisable from and after January 1, 2019; and 8,922 shares exercisable from and after January 1, 2020.
- (4) Stock options granted pursuant to Fiscal 2002 Share Incentive Plan in respect of: 10,534 shares exercisable from and after January 1, 2019; 10,535 shares exercisable from and after January 1, 2020; and 10,535 shares exercisable from and after January 1, 2021.
- (5) Assuming continued employment, Restricted Stock Units ("RSUs") will vest and be paid out as follows: 2,128 on October 31, 2018.
RSUs vest and are paid out in shares of Class A Common Stock on a one-to-one basis on the applicable vesting date. Upon payout,
(6) shares will be withheld to cover statutory tax obligations. RSUs are accompanied by dividend equivalent rights that are payable in cash at the time of payout of the related shares.
- (7) Not applicable.
- (8) Assuming continued employment, RSUs will vest and be paid out as follows: 11,949 on January 29, 2019.
- (9) Assuming continued employment, RSUs will vest and be paid out as follows: 2,287 on October 31, 2018; 2,288 on October 31, 2019.
- (10) Assuming continued employment, RSUs will vest and be paid out as follows: 2,670 on October 31, 2018; 2,670 on October 31, 2019; and 2,671 on November 2, 2020.

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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