

STERNLICHT BARRY S
Form 4
August 23, 2018

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 *
STERNLICHT BARRY S

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)

3. Date of Earliest Transaction (Month/Day/Year)
08/22/2018

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

STARWOOD CAPITAL GROUP, 591 W. PUTNAM AVE.

(Street)

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

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

GREENWICH, CT 06830

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Class A Common Stock | 08/22/2018 | | M | 10,000 A | \$ 16.81 40,982 | D | |
| Class A Common Stock | 08/22/2018 | | M | 4,462 A | \$ 16.81 45,444 | D | |
| Class A Common Stock | 08/22/2018 | | S | 10,000 D | \$ 135.44 35,444 | D | |
| Class A Common Stock | 08/22/2018 | | S | 4,462 D | \$ 135.7 30,982 | D | |

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| | | | | | |
|----------------------|--|-----------------------|---|--|--------------------------------|
| Common Stock | | <u>(1)</u> <u>(3)</u> | | | |
| Class A Common Stock | | 12,000 <u>(4)</u> | I | | 1999 Sternlicht Family Trust 1 |
| Class A Common Stock | | 12,000 <u>(4)</u> | I | | 1999 Sternlicht Family Trust 2 |
| Class A Common Stock | | 12,000 <u>(4)</u> | I | | 1999 Sternlicht Family Trust 3 |

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.

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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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Option (Right to Buy) <u>(5)</u> | \$ 16.81 | 08/22/2018 | | M | 10,000 | 11/07/2009 | 11/07/2018 | Class A Common Stock | 10,000 |
| Option (Right to Buy) <u>(5)</u> | \$ 16.81 | 08/22/2018 | | M | 4,462 | 11/07/2009 | 11/07/2018 | Class A Common Stock | 4,462 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

STERNLICHT BARRY S
STARWOOD CAPITAL GROUP X
591 W. PUTNAM AVE.
GREENWICH, CT 06830

Signatures

Barry S. Sternlicht, by Maureen Sladek,
Attorney-in-fact

08/23/2018

__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).
The number of securities reported represents an aggregate number of shares sold in multiple open market transactions over a range of sales prices. The price reported represents the weighted average price. The Reporting Person undertakes to provide to the staff of the SEC, the Issuer, or a stockholder of the Issuer, upon request, the number of shares sold by the Reporting Person at each separate price within the range.
- (1) Sales prices range from \$135.11 to \$136.06 per share, inclusive.
- (2) Sales price range from \$135.28 to \$136.11 per share, inclusive.
- (4) The Reporting Person disclaims beneficial ownership of such shares to the extent he does not have a pecuniary interest in such shares.
- (5) Stock Options granted to the Reporting Person pursuant to the Issuer's Non-Employee Director Share Incentive Plan.
- (6) Not applicable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.