

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
 Wattleton, Alyce Faye
 300 Central Park West
 New York, NY 10024
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	7. Title and Amount of Underlying Securities	8. Price of Underlying Securities

Stock Units (Share Pay out)	1 for 1	10/31/2001	A (1)	746.36	A (2)	(2)	Class A Common Stock	746.36	\$33.15
Option (Right to Buy)	\$32.25	10/31/2001	A (3)	5,000	A	10/31/20/20	Class Common Stock	5,000	

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Explanation of Responses:

1. 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.

2. The stock units will be paid out in shares on the first business day of the calendar year after the Reporting Person ceases to service as a director of the

Issuer.

3. Granted pursuant to the Issuer's Non-Employee Director Share Incentive Plan.

SIGNATURE OF REPORTING PERSON

Alyce Fay Wattleton

DATE

12/04/2001