

ESTEE LAUDER COMPANIES INC

Form 4

December 12, 2002

FORM 4UNITED STATES SECURITIES AND EXCHANGE
COMMISSION

Washington, D.C. 20549

OMB APPROVAL

☐ 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

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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

Filed By Romeo & Dye's Instant Form 4 Filer
www.section16.net

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol				6. Relationship of Reporting Person(s)		
The Gary M. Lauder Revocable Trust ⁽¹⁾			The Estee Lauder Companies Inc.				to Issuer (Check all applicable)		
(Last) (First) (Middle)			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year December 11, 2002		<input type="checkbox"/> Director X		
c/o Gary M. Lauder ICTV Inc., 14600 Winchester Blvd.							<input type="checkbox"/> 10% Owner		
(Street)			5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line)		<input type="checkbox"/> Officer (give title below) —		
Los Gatos, CA 95030							<input checked="" type="checkbox"/> Other (specify below)		
(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 & 5)	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class A Common Stock	12/11/02		J V	Amount (A) or (D) Price	110,000 ⁽²⁾ D	833,454	D		
Class A Common Stock	12/11/02		J V	Amount (A) or (D) Price	110,000 ⁽³⁾ A	183,375 ⁽⁴⁾	D	by Gary M. Lauder	
Class A Common Stock						2,355,782 ⁽⁵⁾	I	by GRAT	

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction	3A. Deemed Execution	4. Transaction	5. Number of	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Number of Derivative Securities	10. Ownership	11. Nature of Indirect Beneficial
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(Instr. 3)	Price of Derivative Security	Date (Month/ Day/ Year)	Date, if any (Month/ Day/ Year)	Code (Instr. 8)	Derivative Security Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			Month/Day/ Year		Securities (Instr. 3 & 4)		(Instr. 5)	Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
					Code	V	(A)	(D)	Date Exer-cisable	Expira- tion Date	Title	Amount or Number of Shares			

Explanation of Responses:

(1) Designated filer on behalf of (a) The Gary M. Lauder Revocable Trust u/a/d as of August 10, 2000, Gary M. Lauder, Settlor ("The Gary M. Lauder Revocable Trust"), a 10% owner of the Issuer; and (b) Gary M. Lauder ("GML"), a 10% owner of the Issuer.

(2) On December 11, 2002 The GML Revocable Trust distributed 110,000 shares of Class A Common Stock to GML.

(3) See note (2).

(4) In addition to the 833,454 shares of Class A Common Stock held indirectly by GML through The Gary M. Lauder Revocable Trust, GML holds 183,375 shares of Class A Common Stock directly and 2,355,782 shares of Class A Common stock indirectly as a trustee of the 1992 Leonard A. Lauder Grantor Retained Annuity Trust. The Reporting Person disclaims beneficial ownership to the extent he does not have a pecuniary interest in such securities.

(5) See note (4).

By: /s/ **Spencer G. Smul**
Attorney-in-Fact

**Signature of Reporting Person

December 12, 2002
Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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Joint Filer Information

NAME: Gary M. Lauder

Address: C/o ICTV Inc.
14600 Winchester Blvd.
Los Gatos, CA 95030

Designated Filer: The Gary M. Lauder Revocable Trust

Issuer & Ticker Symbol: The Estee Lauder Companies Inc.(EL)

Date of Event Requiring Statement: 12/11/2002

Signature:

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POWER OF ATTORNEY FROM GARY M. LAUDER (AS TRUSTEE OF THE GARY M. LAUDER REVOCABLE TRUST)

Know all by these presents, that the undersigned hereby
constitutes and appoints each of Paul E. Konney, Spencer G. Smul, Moira A. Pastre, Nancy M. Loud

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an offi
- (2) do and perform any and all acts for and on behalf of the undersigned which may be nece
- (3) take any other action of any type whatsoever in connection with the foregoing which, i

The undersigned hereby grants to each such attorney-in-fact full power and authority to
This Power of Attorney shall remain in full force and effect until the undersigned is n

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 3

Signature: /s/ Gary M. Lauder