

PARSONS RICHARD D

Form 4

February 14, 2019

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**PARSONS RICHARD D**

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)  
**02/12/2019**

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

**PROVIDENCE EQUITY  
PARTNERS, 9 WEST 57TH  
STREET**

(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

**NEW YORK, NY 10019**

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                    |                                                                                                                    |                                                                         |                                                                   |
|                                       |                                         |                                                             | Code                                 | V                                                                   | Amount                                                                                                             |                                                                         | Price                                                             |
| Class A<br>Common<br>Stock            | 02/12/2019                              |                                                             | M                                    |                                                                     | 3,813                                                                                                              | A                                                                       | \$ 70.68 3,813                                                    |
| Class A<br>Common<br>Stock            | 02/12/2019                              |                                                             | M                                    |                                                                     | 4,374                                                                                                              | A                                                                       | \$ 71.33 8,187                                                    |
| Class A<br>Common<br>Stock            | 02/12/2019                              |                                                             | S                                    |                                                                     | 8,187                                                                                                              | D                                                                       | \$<br>153.65 0<br>(1) (2)                                         |

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|                            |       |   |                                    |
|----------------------------|-------|---|------------------------------------|
| Class A<br>Common<br>Stock | 4,442 | I | By Parsons<br>Family<br>Foundation |
|----------------------------|-------|---|------------------------------------|

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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of<br>Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-------------------------------------------|
| Option<br>(Right to<br>Buy) <sup>(3)</sup>          | \$ 70.68                                                           | 02/12/2019                              |                                                             | M                                    | 3,813                                                                                                           | 11/12/2014 11/12/2023                                          | Class A<br>Common<br>Stock                                          | 3,813                                     |
| Option<br>(Right to<br>Buy) <sup>(3)</sup>          | \$ 71.33                                                           | 02/12/2019                              |                                                             | M                                    | 4,374                                                                                                           | 11/14/2015 11/14/2024                                          | Class A<br>Common<br>Stock                                          | 4,374                                     |

## Reporting Owners

| Reporting Owner Name / Address                                                              | Relationships |           |         |       |
|---------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                             | Director      | 10% Owner | Officer | Other |
| PARSONS RICHARD D<br>PROVIDENCE EQUITY PARTNERS<br>9 WEST 57TH STREET<br>NEW YORK, NY 10019 | X             |           |         |       |

## Signatures

Richard D. Parsons, by Maureen Sladek,  
Attorney-in-fact

02/14/2019

\*\*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)
  - (2) Sales prices range from \$153.54 to \$153.74 per share, inclusive.
  - (3) Stock options granted pursuant to the Issuer's Non-Employee Director Share Incentive Plan.
  - (4) 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.

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