

ESTEE LAUDER COMPANIES INC
Form 4
December 12, 2002

FORM 4

UNITED 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* The Gary M. Lauder Revocable Trust ⁽¹⁾ (Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol The Estee Lauder Companies Inc.			6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> <input type="checkbox"/> Other (specify below)		
c/o Gary M. Lauder ICTV Inc., 14600 Winchester Blvd.			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Day/Year December 11, 2002		
(Street) Los Gatos, CA 95030			5. If Amendment, Date of Original (Month/Day/Year)			7. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)			Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					

1. Title of Security (Instr. 3)	2. Trans-action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Trans-action Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned Follow-ing Reported Transactions(s) (Instr. 3 & 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	12/11/02		J	V	110,000 ⁽²⁾	D		833,454	D	
Class A Common Stock	12/11/02		J	V	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. Conver-sion or Exercise	3. Trans-action	3A. Deemed Execution	4. Trans-action	5. Num-ber of	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Number of Derivative Securities	10. Owner-ship	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 Securities (Instr. 3, 4 & 5)		Month/Day/Year	Securities (Instr. 3 & 4)		(Instr. 5)	Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
				(A)	(D)	Code	V		Date Exercisable	Expiration Date				

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

December 12, 2002
Date

**Signature of Reporting Person

**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