UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13G

(Amendment No. 2)

Under the Securities and Exchange Act of 1934

POLO RALPH LAUREN CORPORATION

(Name of Issuer)

CLASS A COMMON STOCK, PAR VALUE \$.01 PER SHARE

(Title of Class of Securities)

731572 10 3

(CUSIP Number)

DECEMBER 16, 2002

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [_] Rule 13d-1(b)
- [_] Rule 13d-1(c)
- [X] Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO.	731572 10 3	SC 13G	PAGE 2 OF 8 PAGES
1	NAME OF REPORT I.R.S. IDENTIF Ralph Lauren		
2		COPRIATE BOX IF A MEMBER	(a) [_] (b) [_]
3	SEC USE ONLY		
4	CITIZENSHIP OF	R PLACE OF ORGANIZATION	
	United States	of America	
NUMBI SHAI BENEFI		Class B Common St immediately conve shares of Class A representing the shares of Class A	senting 29,493,288 shares of ock, par value \$.01 per share, rtible into an equal number of Common Stock, and options right to acquire 1,250,000 Common Stock at a weighted \$23.51158 per share)

OWNED			
	BY EACH REPORTING		SHARED VOTING POWER 13,786,733 (representing 13,786,733 shares of Class B Common Stock, par value \$.01 per share, immediately convertible into an equal number of
PERSON	PERSON		shares of Class A Common Stock)
WITH		7	SOLE DISPOSITIVE POWER 30,743,288 (representing 29,493,288 shares of Class B Common Stock, par value \$.01 per share, immediately convertible into an equal number of shares of Class A Common Stock, and options representing the right to acquire 1,250,000 shares of Class A Common Stock at a weighted average price of \$23.51158 per share)
			SHARED DISPOSITIVE POWER 13,786,733 (representing 13,786,733 shares of Class B Common Stock, par value \$.01 per share, immediately convertible into an equal number of shares of Class A Common Stock)
9	44,530,021 (ro par value \$.0 number of sha the right to a	epresen 1 per s res of acquire age pri	EFICIALLY OWNED BY EACH REPORTING PERSON ting 43,280,021 shares of Class B Common Stock, hare, immediately convertible into an equal Class A Common Stock, and options representing 1,250,000 shares of Class A Common Stock at a ce of \$23.51158 per share)
10			REGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
			[_]
11	PERCENT OF CL/ 49.7%	ASS REP	RESENTED BY AMOUNT IN ROW 9
12	TYPE OF REPOR IN	TING PE	RSON

	31572 10 3		SC 13G	PAGE 3 OF 8 PAGES				
1 NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)								
	RL Holding, L							
2	CHECK THE APP	ROPRIAT	E BOX IF A MEMBER OF	A GROUP				
				(a) [_] (b) [_]				
3	SEC USE ONLY							
4			OF ORGANIZATION					
	Delaware							
NUMBER	0F	5	SOLE VOTING POWER 0					
SHARE	S							
BENEFICIALLY		6		ting 12,217,571 shares of , par value \$.01 per share,				
OWNED			immediately convertible into an equal number of shares of Class A Common Stock)					
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10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES							
				[_]				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 13.6%							
12	TYPE OF REPOR PN	TING PE	RSON					

IP NO. 7	731572 10 3		SC 13G	PAGE 4 OF 8 PAGE				
1	NAME OF RE		PERSON ION NO. OF ABOVE PERSO	N (ENTITIES ONLY)				
	RL Holding	Group,	Inc.					
2	CHECK THE	APPROPRI	ATE BOX IF A MEMBER OF					
				(a) [_] (b) [_]				
3	SEC USE ON							
4	CITIZENSHI	P OR PLA	CE OF ORGANIZATION					
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NUMBER	R 0F	5	SOLE VOTING POWER 0					
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10				(9) EXCLUDES CERTAIN SHARE [_]				
11	PERCENT OF 13.6%	CLASS RI	EPRESENTED BY AMOUNT I					
12	TYPE OF REI	PORTING	PERSON					

1 NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) RL Family, L.P. 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	CUSIP NO. 7	731572 10 3		SC 13G	PAGE 5 OF 8 PAGES				
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FN	12	TYPE OF REPO	RTING PE	ERSON					

CUSIP NO.				SC 13G	PAGE 6 OF 8 PAGES
ITEM 1 					
	(A)	NAME OF	ISSUER		
			Polo F	Ralph Lauren Corporat	ion
	(B)	ADDRESS	OF ISSU	JER'S PRINCIPAL EXECU	TIVE OFFICES
				adison Avenue ork, New York 10022	
ITEM 2					
	(A)	NAME OF	PERSON	FILING	
			(i) (ii) (iii) (iv)	RL Holding, L.P. RL Holding Group,	Inc.
	(B)	ADDRESS	OF PRIN	NCIPAL BUSINESS OFFIC	E OR, IF NONE, RESIDENCE
			650 Ma	olo Ralph Lauren Corp adison Avenue ork, New York 10022	pration
	(C)	CITIZENS	SHIP		
			(i) (ii) (iii) (iv)	RL Holding, L.P	Inc Delaware
	(D)	TITLE OF	CLASS	OF SECURITIES	
			Class	A Common Stock, par	value \$.01 per share
	(E)	CUSIP NU	IMBER		
			731572	2 10 3	
ITEM 3 					TOSS.SS.240.13D-1(B) OR R THE PERSON FILING IS A:
		(a)	[_]	Broker or Dealer reg the Act (15 U.S.C. 7	istered under Section 15 of Bo)

(b) [_] Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c)

CUSIP NO. 731572			SC 13G	PAGE 7 OF 8 PAGES					
	(c)	[_]	Insurance Company as 3(a)(19) of the Act						
	(d)	[_]		egistered under section 8 mpany Act of 1940 (15					
	(e)	[_]	Investment adviser in 240.13d-1(b)(1)(ii)(B						
	(f)	[_]		olan or endowment fund in 240.13d-1(b)(1)(ii)(F)					
	(g)	[_]	A parent holding comp accordance with ss. 2	oany or control person in 240.13d-1(b)(ii)(G)					
	(h)	[_]		n as defined in Section Deposit Insurance Act (12					
	(i)	[_]		estment company under the Investment Company Act					
	(j)	[_]	Group, in accordance 240.13d-1(b)(1)(ii)(H						
TEM 4	OWNERSI	HIP							
	See re	sponses	to Items 5, 6, 7, 8, 9	9, and 11 of Cover Pages.					
TEM 5	OWNERSI	HIP OF I	FIVE PERCENT OR LESS OF	F A CLASS					
	THE DA BENEFI	IF THIS STATEMENT IS BEING FILED TO REPORT THE FACT THAT AS OF THE DATE HEREOF THE REPORTING PERSON HAS CEASED TO BE THE BENEFICIAL OWNER OF MORE THAN FIVE PERCENT OF THE CLASS OF SECURITIES, CHECK THE FOLLOWING [].							
ITEM 6	OWNERSI PERS(MORE THAN FIVE PERCENT	ON BEHALF OF ANOTHER					
	Not ap	Not applicable							
TEM 7	ACQU	IRED TH	N AND CLASSIFICATION OF E SECURITY BEING REPOR NTROL PERSON	F THE SUBSIDIARY WHICH TED ON BY THE PARENT HOLDING					
	Not app	olicable	e						
TEM 8	IDENTI	ICATIO	N AND CLASSIFICATION OF	F MEMBERS OF THE GROUP					
	Not ap	olicable	e						
ITEM 9	NOTICE	OF DIS	SOLUTION OF GROUP						
	Not an	nlicable	2						

Not applicable

ITEM 10 CERTIFICATIONS

CUSIP NO. 731572 10 3	SC 13G	PAGE 8 OF 8 PAGES

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 12, 2003

/s/	Ralph	Laur	en									
RALF	PH LAUF	 REN		 	 	 	 	-	 -	-	-	-

RL HOLDING, L.P.

By: RL Holding Group, Inc., its General Partner

> By: /s/ Ralph Lauren Name: Ralph Lauren Title: Chairman

RL HOLDING GROUP, INC.

By: /s/ Ralph Lauren Name: Ralph Lauren Title: Chairman

RL FAMILY, L.P.

By: /s/ Ralph Lauren Name: Ralph Lauren Title: General Partner