FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | | | or Section 30(h) of the Investment Company Act of 1940 | | | | | | | |
|--|---------|----------|--|-----------------|---|-----------------------|--|--|--|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol POLO RALPH LAUREN CORP [RL] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| | | | | X | Director | 10% Owner | | | | |
| (Last) | (First) | (Middle) | Date of Earliest Transaction (Month/Day/Year) | _ x | Officer (give title below) | Other (specify below) | | | | |
| POLO RALPH LAUREN CORP | | | 11/16/2006 | President & COO | | | | | | |
| 650 MADISON | I AVE | | | | | | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Ind Line) | ividual or Joint/Group Fili | ing (Check Applicable | | | | |
| NEW YORK | NY | 10022 | | X | Form filed by One Re | eporting Person | | | | |
| | | | — | | Form filed by More than One Repo Person | | | | | |
| (City) | (State) | (Zip) | | | | | | | | |

| (Street) NEW YORK NY | 10022 | | | | | Line) | , , , | | | | | |
|---------------------------------|---------------------------|---|-----------------------------------|-----|---------------------------|---------------|----------|--|---|--|--|--|
| (Oit) (Otata) | (7:5) | | | | | | | Form filed by Mo Person | re than One Rep | oorting | | |
| (City) (State) | (Zip) | oourities Ass | uived | Dia | oficially: | sially Orman | | | | | | |
| 1. Title of Security (Instr. 3) | able I - Non-Derivative S | 2A. Deemed | 3. | | 4. Securities Disposed Of | Acquired | (A) or | 5. Amount of | 6. Ownership | 7. Nature | | |
| | (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. 8) | | 5) | | 3, 4 and | Securities Beneficially Owned Following Reported | Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | | | |
| Class A Common Stock | 11/16/2006 | | S | | 300 | D | \$76.62 | 505,239.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 200 | D | \$76.66 | 505,039.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 900 | D | \$76.69 | 504,139.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 300 | D | \$76.7 | 503,839.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 600 | D | \$76.71 | 503,239.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 900 | D | \$76.75 | 502,339.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 2,100 | D | \$76.76 | 500,239.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 900 | D | \$76.77 | 499,339.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 600 | D | \$76.78 | 498,739.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 1,100 | D | \$76.79 | 497,639.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 1,500 | D | \$76.8 | 496,139.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 1,000 | D | \$76.81 | 495,139.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 1,100 | D | \$76.82 | 494,039.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 2,700 | D | \$76.83 | 491,339.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 600 | D | \$76.84 | 490,739.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 300 | D | \$76.85 | 490,439.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 5,700 | D | \$76.86 | 484,739.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 500 | D | \$76.87 | 484,239.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 600 | D | \$76.88 | 483,639.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 500 | D | \$76.89 | 483,139.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 400 | D | \$76.9 | 482,739.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 300 | D | \$76.91 | 482,439.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 1,000 | D | \$76.92 | 481,439.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 1,400 | D | \$76.93 | 480,039.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 900 | D | \$76.94 | 479,139.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 1,100 | D | \$76.95 | 478,039.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 700 | D | \$76.96 | 477,339.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 600 | D | \$76.97 | 476,739.58 | D | | | |
| Class A Common Stock | 11/16/2006 | | S | | 500 | D | \$76.98 | 476,239.58 | D | | | |

| 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 and Sec Ben Owr | | ities icially d Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|--|---|---------|--|--|---|---|---|---|----------|--------|------------------|--|--------------------------------------|---|--|--|
| | | | | | | | | | v | Amount | (A) or (D) Price | | ce | | action(s) 3 and 4) | |
| Class A C | 11/ | 16/2006 | | | S | | 300 |] | D \$ | 76.99 | 475,939.58 | | D | | | |
| 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) | | | | Is, warrants, of on of tr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | options, CO 6. Date Exercisa Expiration Date (Month/Day/Yea | | able and | | | 8. Property Sections (Institute and Institute and Institut | rice of vative urity tr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |

Explanation of Responses:

Yen D. Chu, Attorney-in-Fact 11/20/2006

** Signature of Reporting Person Date

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

 $^{^{\}star}$ 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).