

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL | |
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| | | |
|---|--|---|
| 1. Name and Address of Reporting Person* <u>LAUREN RALPH</u> (Last) (First) (Middle) <u>650 MADISON AVE</u> (Street) <u>NEW YORK NY 10022</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>POLO RALPH LAUREN CORP [RL]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">Chairman & CEO</p> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/02/2008</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |
| | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |

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 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership 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 | 06/02/2008 | | S | | 100 | D | \$69.01 | 518,522.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 600 | D | \$69.05 | 517,922.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 500 | D | \$69.17 | 517,422.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 800 | D | \$69 | 516,622.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 100 | D | \$68.96 | 516,522.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 300 | D | \$69.27 | 516,222.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 600 | D | \$69.25 | 515,622.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 300 | D | \$69.31 | 515,322.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 500 | D | \$68.86 | 514,822.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 100 | D | \$68.97 | 514,722.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 100 | D | \$68.93 | 514,622.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 100 | D | \$68.87 | 514,522.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 800 | D | \$68.89 | 513,722.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 500 | D | \$68.95 | 513,222.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 200 | D | \$69.04 | 513,022.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 400 | D | \$69.15 | 512,622.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 300 | D | \$68.99 | 512,322.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 400 | D | \$69.16 | 511,922.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 400 | D | \$69.07 | 511,522.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 200 | D | \$69.21 | 511,322.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 500 | D | \$69.14 | 510,822.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 600 | D | \$69.18 | 510,222.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 400 | D | \$69.12 | 509,822.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 100 | D | \$69.1 | 509,722.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 1,000 | D | \$69.09 | 508,722.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 600 | D | \$69.08 | 508,122.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 600 | D | \$68.71 | 507,522.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 800 | D | \$68.9 | 506,722.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 400 | D | \$68.79 | 506,322.99 | D | |
| Class A Common Stock | 06/02/2008 | | S | | 300 | D | \$68.61 | 506,022.99 ⁽¹⁾ | D | |

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | |

Explanation of Responses:

1. This is part two of three Form 4 filings disclosing the transaction taking place on June 2, 2008 for the above reporting person.

Yen D. Chu, Attorney-in-Fact 06/03/2008

** Signature of Reporting Person Date

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).

** 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.

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.