

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 6)*

POLO RALPH LAUREN CORP.

(Name of Issuer)

CLASS A

(Title of Class of Securities)

731572103

(CUSIP Number)

Linda S. Martinson, Esq. (212) 583-2000
767 Fifth Avenue, 49th Floor, New York, NY 10153

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box [].

Check the following box if a fee is being paid with this statement [].
(A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.)
(See Rule 13d-7.)

*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 disclosures provided in a prior cover page.

The information required on 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).

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Baron Capital Group, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS
2(C) OR 2(E) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 100,000
	8	SHARED VOTING POWER 10,208,800
	9	SOLE DISPOSITIVE POWER 100,000
	10	SHARED DISPOSITIVE POWER 10,208,800

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,308,800

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

31.2%

14 TYPE OF REPORTING PERSON*

HC, CO

*SEE INSTRUCTIONS BEFORE FILLING OUT

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

BAMCO, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS
2(C) OR 2(E) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

7 SOLE VOTING POWER

8 SHARED VOTING POWER
8,770,000

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

8,770,000

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

8,770,000

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

26.6%

14 TYPE OF REPORTING PERSON*

IA, CO

*SEE INSTRUCTIONS BEFORE FILLING OUT

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Baron Capital Management, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS
2(C) OR 2(E) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 100,000
	8	SHARED VOTING POWER 1,438,800
	9	SOLE DISPOSITIVE POWER 100,000
	10	SHARED DISPOSITIVE POWER 1,438,800

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,538,800

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.6%

14 TYPE OF REPORTING PERSON*

IA, CO

*SEE INSTRUCTIONS BEFORE FILLING OUT

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Baron Asset Fund

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS
2(C) OR 2(E) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

7 SOLE VOTING POWER

8 SHARED VOTING POWER
8,725,000

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

8,725,000

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

8,725,000

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

26.4%

14 TYPE OF REPORTING PERSON*

IV, 00

*SEE INSTRUCTIONS BEFORE FILLING OUT

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Ronald Baron

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS
2(C) OR 2(E) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF SHARES	7	SOLE VOTING POWER 100,000
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 10,208,800
	9	SOLE DISPOSITIVE POWER 100,000
	10	SHARED DISPOSITIVE POWER 10,208,800

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,308,800

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

31.2%

14 TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

- Item 1. Security and Issuer
 - (a) Name of Issuer:
Polo Ralph Lauren Corp.
 - (b) Address of Issuer's Principal Executive Offices:
650 Madison Avenue
New York, NY 10022
 - (c) Title and Class of Securities:
Class A

- Item 2. Identity and Background
 - (a) Name:
Baron Capital Group, Inc. ('BCG')
BAMCO, Inc. ('BAMCO')
Baron Capital Management, Inc. ('BCM')
Baron Asset Fund ('BAF')
Ronald Baron
 - (b) Business Address:
767 Fifth Avenue
New York, NY 10153
 - (c) Present Principal Employment:
BCG: Holding company
BAMCO: Investment adviser
BCM: Investment adviser
BAF: Registered investment company
Ronald Baron: Chairman and CEO: BCG, BAMCO, BCM and BAF
767 Fifth Avenue
New York, NY 10153
 - (d) Record of Convictions:
No material change.
 - (e) Record of Civil Proceedings:
No material change.
 - (f) Citizenship:
No material change.

- Item 3. Source and Amount of Funds or Other Consideration
No material change.

- Item 4. Purpose of Transaction
No material change.

Item 5. Interest in Securities of the Issuer

(a) Amount and percentage beneficially owned:

BCG:	10,308,800	31.2%
BAMCO:	8,770,000	26.6%
BCM:	1,538,800	4.6%
BAF:	8,725,000	26.4%
Ronald Baron:	10,308,800	31.2%

(b) Number of shares as to which such person has:

(i) sole power to vote or direct the vote:

BCG:	100,000
BAMCO:	0
BCM:	100,000
BAF:	0
Ronald Baron:	100,000

(ii) shared power to vote or direct the vote:

BCG:	10,208,800
BAMCO:	8,770,000
BCM:	1,438,800
BAF:	8,725,000
Ronald Baron:	10,208,800

(iii) sole power to dispose or to direct the disposition:

BCG:	100,000
BAMCO:	0
BCM:	100,000
BAF:	0
Ronald Baron:	100,000

(iv) shared power to dispose or direct the disposition:

BCG:	10,208,800
BAMCO:	8,770,000
BCM:	1,438,800
BAF:	8,725,000
Ronald Baron:	10,208,800

*Reporting Persons may be deemed to share power to vote and dispose of shares referred to herein as a result of control relationships (BCG and Ronald Baron with respect to all of the shares; BAMCO with respect to the BAF shares) and pursuant to investment advisory relationships with advisory clients. Reporting Persons disclaim beneficial ownership of the shares for which they share power.

#The percentages reported are with respect to Class A stock only, which has one vote per share. The Issuer's Class B stock has 10 votes per share, and the Issuer's Class C stock has one vote per share, making the total combined voting percentage for the Registrants hereunder equal to 2.1% of the combined voting power of the Issuer's outstanding voting securities.

(c) A schedule of transactions effected in the last sixty days is attached hereto.

(d) Ownership of More than Five Percent on Behalf of Another Person:
No material change.

(e) Ownership of Less than Five Percent:
Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with
Respect to Securities of the Issuer

No material change.

Item 7. Material to be Filed as Exhibits
Exhibit 99 - 60 days of trading.

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 4, 2000

Baron Capital Group, Inc., BAMCO, Inc.,
Baron Capital Management, Inc. and
Baron Assert Fund
By:

/s/ Ronald Baron

Ronald Baron, Chairman and CEO

Ronald Baron, Individually
By:

/s/ Ronald Baron

Ronald Baron

Transaction Schedule
 From 12-05-99 To 02-03-00

Date	Acct ID	Trans	Qty	Exec. Price
12-07-99	bcm	buy	50,000	17.5030
12-08-99	bcm	buy	50,000	17.0000
12-10-99	bcm	sell	3,000	16.7500
12-20-99	bcm	sell	2,800	16.8750
12-22-99	bcm	sell	2,500	16.7500
12-23-99	bcm	sell	10,000	16.9375
12-23-99	bcm	sell	7,500	17.2083
01-04-00	bamco	sell	25,000	16.7975
01-05-00	bamco	sell	10,000	16.8750
01-05-00	bamco	sell	37,600	16.8278
01-05-00	bamco	sell	27,400	16.8066
01-06-00	bamco	sell	25,000	17.0000
01-06-00	bamco	sell	59,464	17.0236
01-07-00	bamco	sell	30,000	17.0313
01-07-00	bamco	sell	23,392	17.0625
01-10-00	bamco	sell	9,500	17.7813
01-10-00	bamco	sell	15,500	18.1089
01-11-00	bamco	sell	24,700	18.0425
01-12-00	bamco	sell	5,400	16.8125
01-12-00	bamco	sell	4,400	16.6875
01-12-00	bamco	sell	20,500	17.1896
01-13-00	bamco	sell	50,000	15.8438
01-13-00	bamco	sell	19,464	16.1445
01-13-00	bamco	sell	25,000	15.5625
01-13-00	bamco	sell	10,000	15.7500
01-14-00	bamco	sell	50,000	16.3438
01-14-00	bamco	sell	11,064	16.5674
01-18-00	bamco	sell	39,000	15.9628
01-19-00	bamco	sell	39,400	16.0000
01-19-00	bamco	sell	12,464	16.0889
01-20-00	bamco	sell	22,200	16.1563
01-20-00	bamco	sell	7,800	15.8750
01-20-00	bamco	sell	5,928	15.8723
01-21-00	bamco	sell	50,000	15.7500
01-24-00	bamco	sell	12,500	15.7500
01-24-00	bamco	sell	12,500	15.6250
01-26-00	bamco	sell	25,000	15.1400
01-27-00	bamco	sell	25,000	15.6125
01-28-00	bamco	sell	25,000	15.9808
01-31-00	bamco	sell	25,000	14.7848
01-31-00	bcm	sell	7,500	14.7848
02-01-00	bamco	sell	25,000	14.5688
02-02-00	bamco	sell	20,000	14.9203
02-02-00	bamco	sell	30,000	14.5000
02-03-00	bamco	sell	25,000	14.4123