SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject	+ +0
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Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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									
OMB Number: 3235-0287									
Estimated average burden									
hours per response:	0.5								

1. Name and Address of Reporting Person [*] FARAH ROGER N			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			
·				x	Officer (give title	Other (specify			
(Last)	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year)		below)	below)			
POLO RALPH LAUREN CORP			02/14/2011	President & COO					
650 MADISON	AVE								
			4. If Amendment, Date of Original Filed (Month/Day/Year)		ridual or Joint/Group Filing	g (Check Applicable			
(Street)				Line)					
NEW YORK	NY	10022		X	Form filed by One Rep	orting Person			
,					Form filed by More than Person	n One Reporting			
(City)	(State)	(Zip)							

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)	Transaction D Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or Price Transaction		Transaction(s) (Instr. 3 and 4)			
Class A Common Stock	02/14/2011		М		42,213	A	\$78.24	213,340.33	D		
Class A Common Stock	02/14/2011		S		42,213	D	\$126.77(1)	171,127.33	D		

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

1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Date,	4. Transa					ate	7. Title an of Securit	ies	Derivative	9. Number of derivative	Ownership	11. Nature of Indirect
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	if any (Month/Day/Year)	Code (8)	Instr.	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		(Month/Day/Year)		Underlying Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class A Stock Option (Right to Buy)	\$78.24	02/14/2011		М			42,213	(2)	10/23/2016	Class A Common Stock	42,213	\$0	84,426	D	

Explanation of Responses:

1. The price represents the weighted average sale price for multiple transactions reported on this line. The prices of the transactions ranged from \$126.26 to \$127.03. Upon request of the SEC staff, Polo Ralph Lauren Corporation (the "Company") or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold at each separate price.

2. The options vested and became exercisable in three equal annual installments beginning on October 23, 2010.

/s/ Yen D. Chu, Attorney-in-**Fact**

02/14/2011

** Signature of Reporting Person

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.

Date