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 to
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											
0.5											

1. Name and Addres	ss of Reporting Person	n*	2. Issuer Name and Ticker or Trading Symbol <u>POLO RALPH LAUREN CORP</u> [RL]		tionship of Reporting all applicable) Director	n(s) to Issuer 10% Owner		
					Director	л	10% Owner	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)		Other (specify below)	
650 MADISON AVE			01/02/2008	Chairman & CEO				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group F	iling (0	Check Applicable	
NEW YORK	NY	10022		X	Form filed by One F	Reporti	ing Person	
(City)	(State)	(Zip)			Form filed by More Person	than C	One Reporting	

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 Disposed Of	Acquired (D) (Instr.	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	01/02/2008		М		15,600	A	\$19.125	520,249.3	D	
Class A Common Stock	01/02/2008		S		2,500	D	\$61.79	517,749.3	D	
Class A Common Stock	01/02/2008		S		400	D	\$ 61.85	517,349.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$ 61.86	517,249.3	D	
Class A Common Stock	01/02/2008		S		200	D	\$61.88	517,049.3	D	
Class A Common Stock	01/02/2008		S		700	D	\$61.89	516,349.3	D	
Class A Common Stock	01/02/2008		S		400	D	\$61.9	515,949.3	D	
Class A Common Stock	01/02/2008		S		900	D	\$61.91	515,049.3	D	
Class A Common Stock	01/02/2008		S		1,500	D	\$61.92	513,549.3	D	
Class A Common Stock	01/02/2008		S		900	D	\$ 61.93	512,649.3	D	
Class A Common Stock	01/02/2008		S		300	D	\$61.94	512,349.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$61.96	512,249.3	D	
Class A Common Stock	01/02/2008		S		400	D	\$ 61.97	511,849.3	D	
Class A Common Stock	01/02/2008		S		500	D	\$ 61.98	511,349.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$ 61.99	511,249.3	D	
Class A Common Stock	01/02/2008		S		300	D	\$62	510,949.3	D	
Class A Common Stock	01/02/2008		S		200	D	\$62.03	510,749.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$62.04	510,649.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$62.08	510,549.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$62.09	510,449.3	D	
Class A Common Stock	01/02/2008		S		2,000	D	\$62.1	508,449.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$62.12	508,349.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$62.13	508,249.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$62.14	508,149.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$62.16	508,049.3	D	
Class A Common Stock	01/02/2008		S		300	D	\$62.18	507,749.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$62.19	507,649.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$62.2	507,549.3	D	
Class A Common Stock	01/02/2008		S		100	D	\$62.21	507,449.3	D	
Class A Common Stock	01/02/2008		S		200	D	\$62.23	507,249.3 ⁽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. Transa Code (8)		of Deri Secu Acq (A) (Disp of (E	umber vative urities uired or oosed o) (Instr. and 5)	Expiration Date (Month/Day/Year)		ate of Securities		curities Derivative rlying Security ative Security (Instr. 5)		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	Title	Amount or Number of Shares				
Class A Common Stock Option (Right to Buy)	\$19.125	01/02/2008		М			15,600	(2)	06/11/2009	Class A Common Stock	15,600	\$0	234,400	D	

Explanation of Responses:

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

2. The options vested and became exercisable in three equal annual installments beginning on June 11, 2000.

Yen D. Chu, Attorney-in-Fact

01/03/2008

** Signature of Reporting Person

Date

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

 \ast 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.