$\square$ 

# 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

| l | OMB APPROVAL         |           |  |  |  |  |  |  |  |  |
|---|----------------------|-----------|--|--|--|--|--|--|--|--|
|   | OMB Number:          | 3235-0287 |  |  |  |  |  |  |  |  |
| l | Estimated average bu | ırden     |  |  |  |  |  |  |  |  |

| hours per response:      | 0.5 |
|--------------------------|-----|
| Estimated average burden |     |

| 1. Name and Addro<br>FLEISHMA                       | 1 0     |       | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>RALPH LAUREN CORP</u> [ RL ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>X Director 10% Owner  |
|---|---------|-------|---|---|
| (Last) (First) (Middle)<br>RALPH LAUREN CORPORATION |         |       | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/07/2013                        | Officer (give title Other (specify below) below)  |
| 650 MADISON AVE<br>(Street)<br>NEW YORK NY 10022    |         |       | 4. If Amendment, Date of Original Filed (Month/Day/Year)                              | 6. Individual or Joint/Group Filing (Check Applicable<br>Line)<br>X Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |
| (City)  | (State) | (Zip) |   |   |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   |        |               |                   | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|---|---|--------|---------------|-------------------|---|---|---|
|                                 |  |   | Code                                    | v | Amount | (A) or<br>(D) | Price             | Transaction(s)<br>(Instr. 3 and 4)  |   | (Instr. 4)  |
| Class A Common Stock            | 02/07/2013                                 |   | М                                       |   | 3,000  | A             | \$22.84           | 16,892(1)   | D   |   |
| Class A Common Stock            | 02/07/2013                                 |   | S                                       |   | 323    | D             | \$175.1           | 16,569(1)   | D   |   |
| Class A Common Stock            | 02/07/2013                                 |   | G                                       | v | 704    | D             | \$ <mark>0</mark> | 15,865(1)   | D   |   |

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)       | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |       | 6. Date Exerc<br>Expiration Da<br>(Month/Day/) | ate                | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-----|-------|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D)   | Date<br>Exercisable                            | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Class A<br>Common<br>Stock<br>Option<br>(Right to<br>Buy) | <b>\$</b> 22.84   | 02/07/2013                                 |   | М                            |   |     | 3,000 | (2)  | 04/01/2013         | Class A<br>Common<br>Stock   | 3,000                                  | \$0   | 0  | D  |  |

Explanation of Responses:

1. Of the total amount of shares of Class A Common Stock beneficially owned by the reporting person, 4,000 shares are held indirectly in retirement accounts.

2. 3,000 options to purchase Class A Common Stock were granted on 4/1/2003 under the 1997 Stock Option Plan For Non-Employee Directors. These options vested and became exercisable in two equal annual installments beginning April 1, 2004.

/s/ Yen D. Chu, Attorney-in-Fact for Joel Fleishman \*\* Signature of Reporting Person

02/11/2013

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.