| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 | | | | |
|--------------|----------|--|--|--|
| IB Number: | 3235-028 | | | |

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

| | | | 2. Issuer Name and Ticker or Trading Symbol RALPH LAUREN CORP [RL] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|------------------------------------|------------------|----------|--|---|------------------------------|---------|--------------------------|--|--|
| | <u>y, L.L.C.</u> | | | | Director | Х | 10% Owner | | |
| (Last) C/O CBIZ MHM | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 09/25/2014 | | Officer (give title below) | | Other (specify below) | | |
| 1065 AVENUE OF THE AMERICAS - 12TH | | | | | | | | | |
| FLOOR | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | idual or Joint/Group F | iling (| Check Applicable | | |
| (Street) | | | | | Form filed by One F | Report | ing Person | | |
| NEW YORK | NY | 10018 | | X | Form filed by More Person | than C | 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) | 3. Transa Code (8) | | Disposed Of (D) (Instr. 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 | 09/25/2014 | | S ⁽¹⁾ | | 7,457 | D | \$164.43(2) | 67,543 | D ⁽³⁾ | |
| Class A Common Stock | 09/25/2014 | | S ⁽¹⁾ | | 13,307 | D | \$165.2 ⁽⁴⁾ | 54,236 | D ⁽³⁾ | |
| Class A Common Stock | 09/25/2014 | | S ⁽¹⁾ | | 3,536 | D | \$166.39 ⁽⁵⁾ | 50,700 | D ⁽³⁾ | |
| Class A Common Stock | 09/25/2014 | | S ⁽¹⁾ | | 700 | D | \$167 ⁽⁶⁾ | 50,000 | D ⁽³⁾ | |
| Class A Common Stock | 09/26/2014 | | S ⁽¹⁾ | | 5,800 | D | \$163.75(7) | 44,200 | D ⁽³⁾ | |
| Class A Common Stock | 09/26/2014 | | S ⁽¹⁾ | | 6,175 | D | \$164.79(8) | 38,025 | D ⁽³⁾ | |
| Class A Common Stock | 09/26/2014 | | S ⁽¹⁾ | | 13,025 | D | \$165.54 ⁽⁹⁾ | 25,000 | D ⁽³⁾ | |
| Class A Common Stock | | | | | | | | 7,970 | D ⁽¹⁰⁾ | |

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) | | 5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5 | vative rities ired r osed) . 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | Expiration Date (Month/Day/Year) Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Amount of Security (Instr. 5) Beneficially Owned Following Reported Transaction(s) (Instr. 4) | | ration Date Amount of th/Day/Year) Securities Underlying Derivative Security (Instr. 3 | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|--|--|--|--|---|--|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Expiration Exercisable Date | | Title | Amount or Number of Shares | | | | |

| | | | | | C | | | | | |
|-----------------------|--------------------|--------------|-------------------------------|---------------|---|--|--|--|--|--|
| | 1. Name an | d Address of | Reporting Person [*] | | | | | | | |
| Lauren Family, L.L.C. | | | | | | | | | | |
| | (Last) | | (First) | (Middle) | | | | | | |
| | C/O CBIZ MHM, LLC. | | | | | | | | | |
| | 1065 AV | ENUE OF 7 | THE AMERICA | S - 12TH FLOC | R | | | | | |
| | (Street) | | | | | | | | | |
| | NEW YC | ORK | NY | 10018 | | | | | | |
| | (City) | | (State) | (Zip) | | | | | | |
| | 1. Name an | d Address of | Reporting Person [*] | | | | | | | |
| | Lauren David R. | | | | | | | | | |
| | (Last) | | (First) | (Middle) | | | | | | |
| | RALPHI | LAUREN C | ORPORATION | | | | | | | |
| | 650 MAI | DISON AVI | ENUE | | | | | | | |
| | | | | | | | | | | |

| (Street) NEW YORK | NY | 10022 |
|----------------------|---------|-------|
| (City) | (State) | (Zip) |

Explanation of Responses:

1. These sales were made pursuant to a Rule 10b5-1 sales plan in connection with a long-term strategy for estate planning.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$163.88 to \$164.86, inclusive. The reporting persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) and footnotes (4) through (9) to this Form 4.

3. These securities are held by Lauren Family, L.L.C., a limited liability company of which Mr. David Lauren is a manager and in which Mr. David Lauren has an indirect pecuniary interest. Mr. David Lauren disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$164.88 to \$165.87, inclusive.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$165.90 to \$166.77, inclusive.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$166.93 to \$167.13, inclusive.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$163.15 to \$164.14, inclusive.

8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$164.18 to \$165.17, inclusive.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$165.20 to \$165.95, inclusive.

10. These securities are held individually by Mr. David Lauren.

Remarks:

/s/ Craig L. Smith, Attorney-in-Fact for Andrew Lauren, 09/26/2014 Manager of Lauren Family, L.L.C. /s/ Craig L. Smith, Attorney-in-Fact for David Lauren, 09/26/2014 Manager of Lauren Family, L.L.C. /s/ Craig L. Smith, Attorney-in-Fact for Dylan Lauren, 0<u>9/26/2014</u> Manager of Lauren Family, L.L.C. /s/ Craig L. Smith, Attorney-in-09/26/2014 Fact for David Lauren

** 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.