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

Form 10-Q

(Mark One)

☑ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended June 29, 2024

or

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

Commission File Number: 001-13057

Ralph Lauren Corporation

(Exact name of registrant as specified in its charter)

Delaware	**13-2622036**
(State or other jurisdiction of incorporation or organization)	*(I.R.S. Employer Identification No.)*
650 Madison Avenue, New York, New York	**10022**
(Address of principal executive offices)	*(Zip Code)*

(212) 318-7000

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on which Registered
Class A Common Stock, $.01 par value	**RL**	**New York Stock Exchange**

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☑ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☑ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	☑	Accelerated filer	☐
Non-accelerated filer	☐	Smaller reporting company	☐
		Emerging growth company	☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☑

At August 1, 2024, 40,058,102 shares of the registrant's Class A common stock, $.01 par value, and 21,881,276 shares of the registrant's Class B common stock, $.01 par value, were outstanding.

RALPH LAUREN CORPORATION

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RALPH LAUREN CORPORATION

CONSOLIDATED BALANCE SHEETS

(Unaudited)

	June 29, 2024	March 30, 2024
	(millions)	
ASSETS		
Current assets:		
Cash and cash equivalents	$ 1,586.9	$ 1,662.2
Short-term investments	173.6	121.0
Accounts receivable, net of allowances of $158.8 million and $175.3 million	371.8	446.5
Inventories	1,039.1	902.2
Income tax receivable	50.6	56.0
Prepaid expenses and other current assets	225.9	171.9
Total current assets	3,447.9	3,359.8
Property and equipment, net	826.0	850.4
Operating lease right-of-use assets	1,019.3	1,014.6
Deferred tax assets	266.6	288.3
Goodwill	882.6	888.1
Intangible assets, net	72.5	75.7
Other non-current assets	126.1	125.7
Total assets	$ 6,641.0	$ 6,602.6
LIABILITIES AND EQUITY		
Current liabilities:		
Accounts payable	$ 477.8	$ 332.2
Current income tax payable	58.3	79.8
Current operating lease liabilities	236.0	245.5
Accrued expenses and other current liabilities	801.5	809.7
Total current liabilities	1,573.6	1,467.2
Long-term debt	1,141.1	1,140.5
Long-term finance lease liabilities	249.9	256.1
Long-term operating lease liabilities	1,036.1	1,014.0
Non-current income tax payable	42.2	42.2
Non-current liability for unrecognized tax benefits	123.3	118.7
Other non-current liabilities	107.8	113.6
Commitments and contingencies (Note 12)		
Total liabilities	4,274.0	4,152.3
Equity:		
Class A common stock, par value $.01 per share; 112.0 million and 111.7 million shares issued; 40.5 million and 41.4 million shares outstanding	1.1	1.1
Class B common stock, par value $.01 per share; 21.9 million shares issued and outstanding	0.2	0.2
Additional paid-in-capital	2,948.1	2,923.8
Retained earnings	7,168.7	7,051.6
Treasury stock, Class A, at cost; 71.5 million and 70.3 million shares	(7,453.0)	(7,250.3)
Accumulated other comprehensive loss	(298.1)	(276.1)
Total equity	2,367.0	2,450.3
Total liabilities and equity	$ 6,641.0	$ 6,602.6

See accompanying notes.

RALPH LAUREN CORPORATION

CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited)

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions, except per share data)	
Net revenues	$ 1,512.2	$ 1,496.5
Cost of goods sold	(446.4)	(464.5)
Gross profit	1,065.8	1,032.0
Selling, general, and administrative expenses	(849.9)	(830.0)
Restructuring and other charges, net	(7.4)	(35.6)
Total other operating expenses, net	(857.3)	(865.6)
Operating income	208.5	166.4
Interest expense	(10.9)	(10.0)
Interest income	20.1	15.7
Other expense, net	(1.1)	(1.5)
Income before income taxes	216.6	170.6
Income tax provision	(48.0)	(38.5)
Net income	$ 168.6	$ 132.1
Net income per common share:		
Basic	$ 2.67	$ 2.01
Diluted	$ 2.61	$ 1.96
Weighted-average common shares outstanding:		
Basic	63.2	65.9
Diluted	64.6	67.4
Dividends declared per share	$ 0.825	$ 0.75

See accompanying notes.

RALPH LAUREN CORPORATION

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Unaudited)

	Three Months Ended	
	June 29, 2024	**July 1, 2023**
	(millions)	
Net income	$ 168.6	$ 132.1
Other comprehensive loss, net of tax:		
Foreign currency translation losses	(25.4)	(37.5)
Net gains on cash flow hedges	3.4	0.8
Net losses on defined benefit plans	—	(0.1)
Other comprehensive loss, net of tax	(22.0)	(36.8)
Total comprehensive income	$ 146.6	$ 95.3

See accompanying notes.

RALPH LAUREN CORPORATION

CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited)

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Cash flows from operating activities:		
Net income	$ 168.6	$ 132.1
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization expense	54.4	58.3
Deferred income tax expense (benefit)	12.3	(0.4)
Stock-based compensation expense	24.3	21.4
Bad debt expense (reversals)	0.8	(0.8)
Other non-cash charges	0.6	3.5
Changes in operating assets and liabilities:		
Accounts receivable	70.3	97.8
Inventories	(145.5)	(128.3)
Prepaid expenses and other current assets	(58.1)	(21.8)
Accounts payable and accrued liabilities	145.6	105.3
Income tax receivables and payables	(0.5)	6.8
Operating lease right-of-use assets and liabilities, net	8.0	(6.3)
Other balance sheet changes	(3.5)	3.1
Net cash provided by operating activities	277.3	270.7
Cash flows from investing activities:		
Capital expenditures	(33.4)	(39.6)
Purchases of investments	(174.3)	(73.3)
Proceeds from sales and maturities of investments	119.1	35.4
Other investing activities	1.0	—
Net cash used in investing activities	(87.6)	(77.5)
Cash flows from financing activities:		
Payments of finance lease obligations	(4.9)	(6.0)
Payments of dividends	(47.5)	(49.2)
Repurchases of common stock, including shares surrendered for tax withholdings	(201.2)	(56.8)
Net cash used in financing activities	(253.6)	(112.0)
Effect of exchange rate changes on cash, cash equivalents, and restricted cash	(13.1)	(3.9)
Net increase (decrease) in cash, cash equivalents, and restricted cash	(77.0)	77.3
Cash, cash equivalents, and restricted cash at beginning of period	1,670.6	1,536.9
Cash, cash equivalents, and restricted cash at end of period	$ 1,593.6	$ 1,614.2

See accompanying notes.

RALPH LAUREN CORPORATION

CONSOLIDATED STATEMENTS OF EQUITY

(Unaudited)

	Three Months Ended June 29, 2024							
	Common Stock[a]		Additional Paid-in Capital	Retained Earnings	Treasury Stock at Cost		AOCI[b]	Total Equity
	Shares	Amount			Shares	Amount		
	(millions)							
Balance at March 30, 2024	133.6	$ 1.3	$ 2,923.8	$ 7,051.6	70.3	$ (7,250.3)	$ (276.1)	$ 2,450.3
Comprehensive income:								
Net income				168.6				
Other comprehensive loss							(22.0)	
Total comprehensive income								146.6
Dividends declared				(51.5)				(51.5)
Repurchases of common stock, including excise tax					1.2	(202.7)		(202.7)
Stock-based compensation			24.3					24.3
Shares issued pursuant to stock-based compensation plans	0.3	—	—					—
Balance at June 29, 2024	133.9	$ 1.3	$ 2,948.1	$ 7,168.7	71.5	$ (7,453.0)	$ (298.1)	$ 2,367.0

	Three Months Ended July 1, 2023							
	Common Stock[a]		Additional Paid-in Capital	Retained Earnings	Treasury Stock at Cost		AOCI[b]	Total Equity
	Shares	Amount			Shares	Amount		
	(millions)							
Balance at April 1, 2023	132.6	$ 1.3	$ 2,824.3	$ 6,598.2	67.0	$ (6,797.3)	$ (196.0)	$ 2,430.5
Comprehensive income:								
Net income				132.1				
Other comprehensive loss							(36.8)	
Total comprehensive income								95.3
Dividends declared				(49.0)				(49.0)
Repurchases of common stock, including excise tax					0.5	(57.2)		(57.2)
Stock-based compensation			21.4					21.4
Shares issued pursuant to stock-based compensation plans	0.2	—	—					—
Balance at July 1, 2023	132.8	$ 1.3	$ 2,845.7	$ 6,681.3	67.5	$ (6,854.5)	$ (232.8)	$ 2,441.0

(a) Includes Class A and Class B common stock.

(b) Accumulated other comprehensive income (loss).

See accompanying notes.

1. Description of Business

Ralph Lauren Corporation ("RLC") is a global leader in the design, marketing, and distribution of luxury lifestyle products, including apparel, footwear & accessories, home, fragrances, and hospitality. RLC's long-standing reputation and distinctive image have been developed across a wide range of products, brands, distribution channels, and international markets. RLC's brand names include Ralph Lauren, Ralph Lauren Collection, Ralph Lauren Purple Label, Double RL, Polo Ralph Lauren, Lauren Ralph Lauren, Polo Ralph Lauren Children, and Chaps, among others. RLC and its subsidiaries are collectively referred to herein as the "Company," "we," "us," "our," and "ourselves," unless the context indicates otherwise.

The Company diversifies its business by geography (North America, Europe, and Asia, among other regions) and channel of distribution (retail, wholesale, and licensing). This allows the Company to maintain a dynamic balance as its operating results do not depend solely on the performance of any single geographic area or channel of distribution. The Company sells directly to consumers through its integrated retail channel, which includes its retail stores, concession-based shop-within-shops, and digital commerce operations around the world. The Company's wholesale sales are made principally to major department stores, specialty stores, and third-party digital partners around the world, as well as to certain third-party-owned stores to which the Company has licensed the right to operate in defined geographic territories using its trademarks. In addition, the Company licenses to third parties for specified periods the right to access its various trademarks in connection with the licensees' manufacture and sale of designated products, such as certain apparel, eyewear, fragrances, and home furnishings.

The Company organizes its business into the following three reportable segments: North America, Europe, and Asia. In addition to these reportable segments, the Company also has other non-reportable segments. See Note 16 for further discussion of the Company's segment reporting structure.

2. Basis of Presentation

Interim Financial Statements

These interim consolidated financial statements have been prepared in accordance with the rules and regulations of the Securities and Exchange Commission (the "SEC") and are unaudited. In the opinion of management, these consolidated financial statements contain all normal and recurring adjustments necessary to present fairly the consolidated financial position, income (loss), comprehensive income (loss), and cash flows of the Company for the interim periods presented. In addition, certain information and disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the U.S. ("U.S. GAAP") and the notes thereto have been condensed or omitted from this report as is permitted by the SEC's rules and regulations. However, the Company believes that the disclosures provided herein are adequate to prevent the information presented from being misleading.

This report should be read in conjunction with the Company's Annual Report on Form 10-K filed with the SEC for the fiscal year ended March 30, 2024 (the "Fiscal 2024 10-K").

Basis of Consolidation

These unaudited interim consolidated financial statements present the consolidated financial position, income (loss), comprehensive income (loss), and cash flows of the Company, including all entities in which the Company has a controlling financial interest and is determined to be the primary beneficiary. All significant intercompany balances and transactions have been eliminated in consolidation.

Fiscal Periods

The Company utilizes a 52-53 week fiscal year ending on the Saturday closest to March 31. As such, fiscal year 2025 will end on March 29, 2025 and will be a 52-week period ("Fiscal 2025"). Fiscal year 2024 ended on March 30, 2024 and was also a 52-week period ("Fiscal 2024"). The first quarter of Fiscal 2025 ended on June 29, 2024 and was a 13-week period. The first quarter of Fiscal 2024 ended on July 1, 2023 and was also a 13-week period.

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make certain estimates and assumptions that affect the amounts reported in the financial statements and notes thereto. Actual results could differ materially from those estimates.

Significant estimates inherent in the preparation of the consolidated financial statements include reserves for customer bad debt, customer returns, discounts, end-of-season markdowns, operational chargebacks, and certain cooperative advertising allowances; the realizability of inventory; reserves for litigation and other contingencies; useful lives and impairments of long-lived tangible and intangible assets; fair value measurements; accounting for income taxes and related uncertain tax positions; valuation of stock-based compensation awards and related forfeiture rates; and reserves for restructuring activity, among others.

Reclassifications

Certain reclassifications have been made to the prior periods' financial information in order to conform to the current period's presentation.

Seasonality of Business

The Company's business is typically affected by seasonal trends, with higher levels of retail sales in its second and third fiscal quarters and higher wholesale sales in its second and fourth fiscal quarters. These trends result primarily from the timing of key vacation travel, back-to-school, and holiday shopping periods impacting its retail business and the timing of seasonal wholesale shipments. As a result of changes in its business, consumer spending patterns, and the macroeconomic environment, including those resulting from pandemic diseases and other catastrophic events, historical quarterly operating trends and working capital requirements may not be indicative of the Company's future performance. In addition, fluctuations in sales, operating income (loss), and cash flows in any fiscal quarter may be affected by other events affecting retail sales, such as changes in weather patterns. Accordingly, the Company's operating results and cash flows for the three-month period ended June 29, 2024 are not necessarily indicative of the operating results and cash flows that may be expected for the full Fiscal 2025.

3. Summary of Significant Accounting Policies

Revenue Recognition

The Company recognizes revenue across all channels of the business when it satisfies its performance obligations by transferring control of promised products or services to its customers, which occurs either at a point in time or over time, depending on when the customer obtains the ability to direct the use of and obtain substantially all of the remaining benefits from the products or services. The amount of revenue recognized considers terms of sale that create variability in the amount of consideration that the Company ultimately expects to be entitled to in exchange for the products or services, and is subject to an overall constraint that a significant revenue reversal will not occur in future periods. Sales and other related taxes collected from customers and remitted to government authorities are excluded from revenue.

Revenue from the Company's retail business is recognized when the customer takes physical possession of the products, which occurs either at the point of sale for merchandise purchased at the Company's own retail stores and shop-within-shop locations, or upon receipt of shipment for merchandise ordered through direct-to-consumer digital commerce sites. Such revenues are recorded net of estimated returns based on historical trends. Payment is due at the point of sale.

Gift cards purchased by customers are recorded as a liability until they are redeemed for products sold by the Company's retail business, at which point revenue is recognized. The Company also estimates and recognizes revenue for gift card balances not expected to ever be redeemed (referred to as "breakage") to the extent that it does not have a legal obligation to remit the value of such unredeemed gift cards to the relevant jurisdiction as unclaimed or abandoned property. Such estimates are based upon historical redemption trends, with breakage income recognized in proportion to the pattern of actual customer redemptions.

Revenue from the Company's wholesale business is generally recognized upon shipment of products, at which point title passes and risk of loss is transferred to the customer. In certain arrangements where the Company retains the risk of loss during shipment, revenue is recognized upon receipt of products by the customer. Wholesale revenue is recorded net of estimates of returns, discounts, end-of-season markdowns, operational chargebacks, and certain cooperative advertising allowances. Returns and allowances require pre-approval from management and discounts are based on trade terms. Estimates for end-of-season markdown reserves are based on historical trends, actual and forecasted seasonal results, an evaluation of current economic and market conditions, retailer performance, and, in certain cases, contractual terms. Estimates for operational chargebacks are based on actual customer notifications of order fulfillment discrepancies and historical trends. The Company reviews and refines these estimates on at least a quarterly basis. The Company's historical estimates of these amounts have not differed materially from actual results.

Revenue from the Company's licensing arrangements is recognized over time during the period that licensees are provided access to the Company's trademarks (i.e., symbolic intellectual property) and benefit from such access through their own sales of licensed products. These arrangements require licensees to pay a sales-based royalty, which for most arrangements, may be subject to a contractually-guaranteed minimum royalty amount. Payments are generally due quarterly and, depending on time of receipt, may be recorded as a liability until recognized as revenue. The Company recognizes revenue for sales-based royalty arrangements (including those for which the royalty exceeds any contractually-guaranteed minimum royalty amount) as licensed products are sold by the licensee. If a sales-based royalty is not ultimately expected to exceed a contractually-guaranteed minimum royalty amount, the minimum is generally recognized as revenue ratably over the respective contractual period. This sales-based output measure of progress and pattern of recognition best represents the value transferred to the licensee over the term of the arrangement, as well as the amount of consideration that the Company is entitled to receive in exchange for providing access to its trademarks. As of June 29, 2024, contractually-guaranteed minimum royalty amounts expected to be recognized as revenue during future periods were as follows:

	Contractually-Guaranteed Minimum Royalties[(a)]
	(millions)
Remainder of Fiscal 2025	$ 61.6
Fiscal 2026	66.5
Fiscal 2027	64.9
Fiscal 2028	30.0
Fiscal 2029 and thereafter	14.1
Total	$ 237.1

(a) Amounts presented do not contemplate potential contract renewals or royalties earned in excess of the contractually-guaranteed minimums.

Disaggregated Net Revenues

The following table disaggregates the Company's net revenues into categories that depict how the nature, amount, timing, and uncertainty of revenues and cash flows are affected by economic factors for the fiscal periods presented:

	Three Months Ended									
	June 29, 2024					July 1, 2023				
	North America	Europe	Asia	Other	Total	North America	Europe	Asia	Other	Total
	(millions)									
Sales Channel[(a)]:										
Retail	$ 416.7	$ 245.1	$ 370.8	$ —	$ 1,032.6	$ 411.0	$ 226.7	$ 352.1	$ —	$ 989.8
Wholesale	191.5	234.0	20.1	—	445.6	220.7	223.8	25.4	—	469.9
Licensing	—	—	—	34.0	34.0	—	—	—	36.8	36.8
Total	$ 608.2	$ 479.1	$ 390.9	$ 34.0	$ 1,512.2	$ 631.7	$ 450.5	$ 377.5	$ 36.8	$ 1,496.5

(a) Net revenues from the Company's retail and wholesale businesses are recognized at a point in time. Net revenues from the Company's licensing business are recognized over time.

Deferred Income

Deferred income represents cash payments received in advance of the Company's transfer of control of products or services to its customers and generally consists of unredeemed gift cards (net of breakage) and advance royalty payments from its licensees. The Company's deferred income balances were $18.4 million and $17.4 million as of June 29, 2024 and March 30, 2024, respectively, and were primarily recorded within accrued expenses and other current liabilities within the consolidated balance sheets. The majority of the deferred income balance as of June 29, 2024 is expected to be recognized as revenue within the next twelve months.

Shipping and Handling Costs

Costs associated with shipping goods to customers are accounted for as fulfillment activities and reflected as selling, general, and administrative ("SG&A") expenses in the consolidated statements of operations. Costs of preparing merchandise for sale, such as picking, packing, warehousing, and order charges ("handling costs"), are also included in SG&A expenses. Shipping and handling costs billed to customers are included in revenue.

A summary of shipping and handling costs for the fiscal periods presented is as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Shipping costs	$ 17.3	$ 16.9
Handling costs	35.1	39.2

Net Income per Common Share

Basic net income per common share is computed by dividing net income attributable to common shares by the weighted-average number of common shares outstanding during the period. Weighted-average common shares include shares of the Company's Class A and Class B common stock. Diluted net income per common share adjusts basic net income per common share for the dilutive effects of outstanding restricted stock units ("RSUs") and any other potentially dilutive instruments and stock-based compensation awards using the treasury stock method, only for periods in which such effects are dilutive.

The weighted-average number of common shares outstanding used to calculate basic net income per common share is reconciled to shares used to calculate diluted net income per common share as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Basic shares	63.2	65.9
Dilutive effect of RSUs	1.4	1.5
Diluted shares	64.6	67.4

All earnings per share amounts have been calculated using unrounded numbers. The Company has outstanding performance-based RSUs, which are included in the computation of diluted shares only to the extent that the underlying performance conditions (i) have been satisfied as of the end of the reporting period or (ii) would be considered satisfied if the end of the reporting period were the end of the related contingency period and the result would be dilutive. As of June 29, 2024 and July 1, 2023, there were 0.3 million and 0.1 million, respectively, of additional shares issuable contingent upon vesting of performance-based RSUs that were excluded from the diluted shares calculations.

Accounts Receivable

In the normal course of business, the Company extends credit to wholesale customers that satisfy certain defined credit criteria. Payment is generally due within 30 to 120 days and does not involve a significant financing component. Accounts receivable are recorded at amortized cost, which approximates fair value, and are presented in the consolidated balance sheets net of certain reserves and allowances. These reserves and allowances consist of (i) reserves for returns, discounts, end-of-season markdowns, operational chargebacks, and certain cooperative advertising allowances (see the "*Revenue Recognition*" section above for further discussion of related accounting policies) and (ii) allowances for doubtful accounts.

A rollforward of the activity in the Company's reserves for returns, discounts, end-of-season markdowns, operational chargebacks, and certain cooperative advertising allowances is presented as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Beginning reserve balance	$ 143.1	$ 148.1
Amount charged against revenue to increase reserve	94.8	95.6
Amount credited against customer accounts to decrease reserve	(110.6)	(107.5)
Foreign currency translation	(1.0)	(1.0)
Ending reserve balance	$ 126.3	$ 135.2

An allowance for doubtful accounts is determined through analysis of accounts receivable aging, assessments of collectability based on evaluation of historical trends, the financial condition of the Company's customers and their ability to withstand prolonged periods of adverse economic conditions, and evaluation of the impact of current and forecasted economic and market conditions over the related asset's contractual life, among other factors.

A rollforward of the activity in the Company's allowance for doubtful accounts is presented as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Beginning reserve balance	$ 32.2	$ 27.2
Amount recorded to expense to increase (decrease) reserve[(a)]	0.8	(0.8)
Amount written-off against customer accounts to decrease reserve	(0.4)	(0.6)
Foreign currency translation	(0.1)	(0.2)
Ending reserve balance	$ 32.5	$ 25.6

(a) Amounts recorded to bad debt expense are included within SG&A expenses in the consolidated statements of operations.

Concentration of Credit Risk

The Company sells its wholesale merchandise primarily to major department stores, specialty stores, and third-party digital partners around the world, and extends credit based on an evaluation of each customer's financial capacity and condition, usually without requiring collateral. In the Company's wholesale business, concentration of credit risk is relatively limited due to the large number of customers and their dispersion across many geographic areas. However, the Company has three key wholesale customers that generate significant sales volume. During Fiscal 2024, the Company's sales to its three largest wholesale customers accounted for approximately 13% of total net revenues. Substantially all of the Company's sales to its three largest wholesale customers related to its North America segment. As of June 29, 2024, these three key wholesale customers accounted for approximately 22% of total gross accounts receivable.

Inventories

The Company holds inventory that is sold in its retail stores and digital commerce sites directly to consumers. The Company also holds inventory that is to be sold through wholesale distribution channels to major department stores, specialty stores, and third-party digital partners. Substantially all of the Company's inventories consist of finished goods, which are stated at the lower of cost or estimated realizable value, with cost determined on a weighted-average cost basis. Inventory held by the Company totaled $1.039 billion, $902.2 million, and $1.188 billion as of June 29, 2024, March 30, 2024, and July 1, 2023, respectively.

Supplier Finance Program

The Company supports a voluntary supplier finance program which provides certain of its inventory suppliers the opportunity, at their sole discretion, to sell their receivables due from the Company (which are generally due within 90 days) to a participating financial institution in exchange for receipt of a discounted payment amount made earlier than the payment term stipulated between the Company and the supplier. The Company's vendor payment terms and amounts due are not impacted by a supplier's decision to participate in the program. The Company has not pledged any assets and does not provide guarantees under the supplier finance program. The Company's payment obligations outstanding under its supplier finance program were $210.7 million and $129.2 million as of June 29, 2024 and March 30, 2024, respectively, and were recorded within accounts payable in the consolidated balance sheets.

Derivative Financial Instruments

The Company records derivative financial instruments on its consolidated balance sheets at fair value. Changes in the fair value of derivative instruments that are designated and qualify for hedge accounting are either (i) offset through earnings against the changes in fair value of the related hedged assets, liabilities, or firm commitments or (ii) recognized in equity as a component of accumulated other comprehensive income (loss) ("AOCI") until the hedged item is recognized in earnings, depending on whether the instrument is hedging against changes in fair value or cash flows and net investments, respectively.

Each derivative instrument that qualifies for hedge accounting is expected to be highly effective in offsetting the risk associated with the related exposure. For each instrument that is designated as a hedge, the Company documents the related risk management objective and strategy, including identification of the hedging instrument, the hedged item, and the risk exposure, as well as how hedge effectiveness will be assessed over the instrument's term. To assess hedge effectiveness at the inception of a hedging relationship, the Company generally uses regression analysis, a statistical method, to evaluate how changes in the fair value of the derivative instrument are expected to offset changes in the fair value or cash flows of the related hedged item. The extent to which a hedging instrument has been and is expected to remain highly effective in achieving offsetting changes in fair value or cash flows is assessed by the Company on at least a quarterly basis.

Given its use of derivative instruments, the Company is exposed to the risk that counterparties to such contracts will fail to meet their contractual obligations. To mitigate such counterparty credit risk, the Company's policy is to only enter into contracts with carefully selected financial institutions based upon an evaluation of their credit ratings and certain other factors, adhering to established limits for credit exposure. The Company's established policies and procedures for mitigating credit risk include ongoing review and assessment of its counterparties' creditworthiness. The Company also enters into master netting arrangements with counterparties, when possible, to further mitigate credit risk. In the event of default or termination, these arrangements allow the Company to net-settle amounts payable and receivable related to multiple derivative transactions with the same counterparty. The master netting arrangements specify a number of events of default and termination, including the failure to make timely payments.

The fair values of the Company's derivative instruments are recorded on its consolidated balance sheets on a gross basis. For cash flow reporting purposes, proceeds received or amounts paid upon the settlement of a derivative instrument are classified in the same manner as the related item being hedged, primarily within cash flows from operating activities for its forward foreign exchange contracts and within cash flows from investing activities for its cross-currency swap contracts, both as discussed below.

Cash Flow Hedges

The Company uses forward foreign currency exchange contracts to mitigate its risk related to exchange rate fluctuations on inventory transactions made in an entity's non-functional currency. To the extent designated as cash flow hedges, related gains or losses on such instruments are initially deferred in equity as a component of AOCI and are subsequently recognized within cost of goods sold in the consolidated statements of operations when the related inventory is sold.

If a derivative instrument is dedesignated or if hedge accounting is discontinued because the instrument is not expected to be highly effective in hedging the designated exposure, any further gains (losses) are recognized in earnings each period within other income (expense), net. Upon discontinuance of hedge accounting, the cumulative change in fair value of the derivative instrument recorded in AOCI is recognized in earnings when the related hedged item affects earnings, consistent with the hedging strategy, unless the related forecasted transaction is probable of not occurring, in which case the accumulated amount is immediately recognized within other income (expense), net.

Hedges of Net Investments in Foreign Operations

The Company periodically uses cross-currency swap contracts to reduce risk associated with exchange rate fluctuations on certain of its net investments in foreign subsidiaries. Changes in the fair values of such derivative instruments that are designated as hedges of net investments in foreign operations are recorded in equity as a component of AOCI in the same manner as foreign currency translation adjustments. In assessing the effectiveness of such hedges, the Company uses a method based on changes in spot rates to measure the impact of foreign currency exchange rate fluctuations on both its foreign subsidiary net investment and the related hedging instrument. Under this method, changes in the fair value of the hedging instrument other than those due to changes in the spot rate are initially recorded in AOCI as a translation adjustment and are amortized into earnings as interest expense using a systematic and rational method over the instrument's term. Changes in fair value associated with the effective portion (i.e., those due to changes in the spot rate) are recorded in AOCI as a translation adjustment and are released and recognized in earnings only upon the sale or liquidation of the hedged net investment.

Undesignated Hedges

The Company uses undesignated hedges primarily to hedge foreign currency exchange rate risk related to third-party and intercompany balances and exposures. Changes in the fair values of such instruments are recognized in earnings each period within other income (expense), net.

See Note 11 for further discussion of the Company's derivative financial instruments.

Refer to Note 3 of the Fiscal 2024 10-K for a summary of all of the Company's significant accounting policies.

4. Recently Issued Accounting Standards

Improvements to Income Tax Disclosures

In December 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2023-09, "Improvements to Income Tax Disclosures" ("ASU 2023-09"). ASU 2023-09 is intended to enhance the transparency and usefulness of annual income tax disclosures. Among its provisions, ASU 2023-09 requires disclosure of a reconciliation between an entity's effective tax rate, which is calculated by dividing each fiscal period's income tax provision by pretax income, and its statutory rate utilizing eight specific categories, along with a separate disclosure for reconciling items that meet a 5% quantitative threshold. In addition, ASU 2023-09 requires disclosure of income taxes paid (net of refunds received), disaggregated by federal, state, and foreign taxes, as well as by individual jurisdictions if a 5% quantitative threshold is met. ASU 2023-09 is effective for the Company for annual periods beginning with its fiscal year ending March 28, 2026 ("Fiscal 2026") and is to be applied prospectively, although retrospective application is permitted. Early adoption is also permitted. Other than the new disclosure requirements, ASU 2023-09 will not have an impact on the Company's consolidated financial statements.

Improvements to Reportable Segment Disclosures

In November 2023, the FASB issued ASU No. 2023-07, "Improvements to Reportable Segment Disclosures" ("ASU 2023-07"). ASU 2023-07 requires entities to make certain enhanced segment disclosures on both an annual and interim basis, including disclosure of significant segment expenses that are regularly provided to their chief operating decision maker (the "CODM") as defined within Accounting Standards Codification Topic 280, "Segment Reporting," as well as various information about an entity's CODM, among other provisions. ASU 2023-07 does not change how entities identify their operating segments, aggregate them, or apply the quantitative thresholds to determine their reportable segments. The annual disclosures required by ASU 2023-07 are effective for the Company beginning in Fiscal 2025, with interim disclosures effective beginning in Fiscal 2026. The provisions of ASU 2023-07 are to be applied retrospectively to all prior periods presented. Early adoption is permitted. Other than the new disclosure requirements, ASU 2023-07 will not have an impact on the Company's consolidated financial statements.

Disclosure of Supplier Finance Program Obligations

In September 2022, the FASB issued ASU No. 2022-04, "Disclosure of Supplier Finance Program Obligations" ("ASU 2022-04"). ASU 2022-04 requires entities to disclose the key terms of supplier finance programs they use in connection with the purchase of goods and services, along with the amount of obligations outstanding at the end of each period and an annual rollforward of such obligations. This standard does not affect the recognition, measurement, or financial statement presentation of supplier finance program obligations. ASU 2022-04 became effective for the Company beginning in its Fiscal 2024 and was applied retrospectively to all periods in which a balance sheet is presented. The annual rollforward disclosure is not required to be made until the Company's Fiscal 2025 and is to be applied prospectively. The Company adopted ASU 2022-04 as of the beginning of Fiscal 2024. Other than the new disclosure requirements, ASU 2022-04 did not have an impact on the Company's consolidated financial statements. See Note 3 for further discussion of the Company's supplier finance program.

5. Property and Equipment

Property and equipment, net consists of the following:

	June 29, 2024	March 30, 2024
	(millions)	
Land and improvements	$ 15.3	$ 15.3
Buildings and improvements	412.0	416.8
Furniture and fixtures	627.3	627.1
Machinery and equipment	393.0	389.5
Capitalized software	560.0	558.5
Leasehold improvements	1,256.0	1,249.4
Construction in progress	48.5	46.2
	3,312.1	3,302.8
Less: accumulated depreciation	(2,486.1)	(2,452.4)
Property and equipment, net	$ 826.0	$ 850.4

Property and equipment, net includes finance lease right-of-use ("ROU") assets, which are reflected in the table above based on their nature.

Depreciation expense was $51.1 million and $54.9 million during the three-month periods ended June 29, 2024, and July 1, 2023, respectively, and was recorded primarily within SG&A expenses in the consolidated statements of operations.

6. Other Assets and Liabilities

Prepaid expenses and other current assets consist of the following:

	June 29, 2024	March 30, 2024
	(millions)	
Prepaid software maintenance	$ 33.3	$ 19.2
Prepaid marketing and advertising	30.8	19.6
Non-trade receivables	22.9	27.2
Other taxes receivable	20.9	26.1
Tenant allowances receivable	20.8	5.2
Prepaid occupancy expense	18.4	8.3
Inventory return asset	13.7	13.3
Derivative financial instruments	9.6	6.0
Cloud computing arrangement implementation costs	7.6	7.2
Prepaid insurance	7.4	4.1
Prepaid logistic services	6.5	6.5
Restricted cash	1.4	2.8
Other prepaid expenses and current assets	32.6	26.4
Total prepaid expenses and other current assets	$ 225.9	$ 171.9

Other non-current assets consist of the following:

	June 29, 2024	March 30, 2024
	(millions)	
Security deposits	$ 35.0	$ 34.2
Derivative financial instruments	32.3	30.6
Cloud computing arrangement implementation costs	15.6	16.0
Equity method and other investments	7.9	7.5
Deferred rent assets	6.2	6.3
Restricted cash	5.3	5.6
Other non-current assets	23.8	25.5
Total other non-current assets	$ 126.1	$ 125.7

Accrued expenses and other current liabilities consist of the following:

	June 29, 2024	March 30, 2024
	(millions)	
Accrued operating expenses	$ 185.6	$ 192.0
Accrued inventory	178.6	122.2
Accrued payroll and benefits	138.7	207.7
Other taxes payable	79.9	60.8
Accrued marketing and advertising	69.9	74.2
Dividends payable	51.5	47.5
Restructuring reserve	28.3	32.3
Accrued capital expenditures	24.1	26.7
Finance lease obligations	19.1	19.2
Deferred income	18.3	17.3
Other accrued expenses and current liabilities	7.5	9.8
Total accrued expenses and other current liabilities	$ 801.5	$ 809.7

Other non-current liabilities consist of the following:

	June 29, 2024	March 30, 2024
	(millions)	
Deferred lease incentives and obligations	$ 39.2	$ 41.0
Asset retirement obligations	34.6	34.8
Accrued benefits and deferred compensation	20.5	20.5
Deferred tax liabilities	9.5	7.0
Derivative financial instruments	0.1	5.2
Other non-current liabilities	3.9	5.1
Total other non-current liabilities	$ 107.8	$ 113.6

7. Restructuring and Other Charges, Net

A description of significant restructuring and other activities and their related costs is provided below.

Fiscal 2025 Restructuring Activities

During the three months ended June 29, 2024, the Company recorded $3.3 million of cash-related restructuring charges, primarily associated with severance and benefit costs. As of June 29, 2024, the remaining liability related to these charges was $2.0 million, reflecting cash payments of $1.3 million made during the three months ended June 29, 2024.

Fiscal 2024 Restructuring Activities

During the three months ended July 1, 2023, the Company recorded $30.5 million of cash-related restructuring charges, primarily associated with severance and benefit costs. During Fiscal 2024, the Company recorded cumulative restructuring-related charges of $55.8 million, comprised of cash-related charges of $54.5 million, primarily associated with severance and benefit costs, and non-cash-related charges of $1.3 million. As of June 29, 2024 and March 30, 2024, the remaining liability related to these cash-related charges was $23.9 million and $30.2 million, respectively, reflecting cash payments of $6.3 million made during the three months ended June 29, 2024.

Other Restructuring Activities

During the three months ended June 29, 2024, the Company recognized $1.0 million of income within restructuring and other charges, net in the consolidated statements of operations related to consideration received from Regent, L.P. in connection with the Company's previously sold Club Monaco business. Refer to Note 9 of the Fiscal 2024 10-K for additional discussion regarding the Company's sale of its former Club Monaco business.

As of June 29, 2024 and March 30, 2024, the remaining liability related to the Company's restructuring plans initiated prior to its Fiscal 2024 was $3.5 million and $4.2 million, respectively, reflecting cash payments of $0.7 million made during the three months ended June 29, 2024.

Other Charges

Next Generation Transformation Project

The Company is in the early stages of executing a large-scale, multi-year global project that is expected to significantly transform the way in which the Company operates its business and further enable its long-term strategic pivot towards a global direct-to-consumer-oriented model (the "Next Generation Transformation project" or "NGT project"). The NGT project will be completed in phases and involves the redesigning of certain end-to-end processes and the implementation of a suite of information systems on a global scale. Such efforts are expected to result in significant process improvements and the creation of synergies across core areas of operations, including merchandise buying and planning, procurement, inventory management, retail and wholesale operations, and financial planning and reporting, better enabling the Company to optimize inventory levels and increase the speed with which it reacts to changes in consumer demand across markets, among other benefits. In connection with the preliminary phase of the NGT project, the Company recorded other charges of $2.3 million during the three months ended June 29, 2024.

Previously Exited Real Estate

The Company recorded other charges of $2.8 million and $5.1 million during the three-month periods ended June 29, 2024 and July 1, 2023, respectively, primarily related to rent and occupancy costs associated with certain previously exited real estate locations in connection with the Company's past restructuring activities for which the related lease agreements have not yet expired.

8. Income Taxes

Effective Tax Rate

The Company's effective tax rate, which is calculated by dividing each fiscal period's income tax provision by pretax income, was 22.1% and 22.6% during the three-month periods ended June 29, 2024 and July 1, 2023, respectively. The effective tax rate for the three months ended June 29, 2024 was higher than the U.S. federal statutory income tax rate of 21% primarily due to uncertain tax positions and state taxes, partially offset by the favorable tax impact of earnings generated in lower taxed foreign jurisdictions versus the U.S. The effective tax rate for the three months ended July 1, 2023 was higher than the U.S. federal statutory income tax rate of 21% primarily due to the unfavorable impact of adjustments related to uncertain tax positions and state taxes, partially offset by the favorable tax impact of earnings generated in lower taxed foreign jurisdictions versus the U.S.

Uncertain Income Tax Benefits

The Company classifies interest and penalties related to unrecognized tax benefits as part of its income tax provision. The total amount of unrecognized tax benefits, including interest and penalties, was $123.3 million and $118.7 million as of June 29, 2024 and March 30, 2024, respectively, and was included within the non-current liability for unrecognized tax benefits in the consolidated balance sheets.

The total amount of unrecognized tax benefits that, if recognized, would affect the Company's effective tax rate was $83.6 million and $80.1 million as of June 29, 2024 and March 30, 2024, respectively.

Future Changes in Unrecognized Tax Benefits

The total amount of unrecognized tax benefits relating to the Company's tax positions is subject to change based on future events including, but not limited to, settlements of ongoing tax audits and assessments and the expiration of applicable statutes of limitations. Although the outcomes and timing of such events are highly uncertain, the Company does not anticipate that the balance of gross unrecognized tax benefits, excluding interest and penalties, will change significantly during the next twelve months. However, changes in the occurrence, expected outcomes, and timing of such events could cause the Company's current estimate to change materially in the future.

The Company files a consolidated U.S. federal income tax return, as well as tax returns in various state, local, and foreign jurisdictions. The Company is generally no longer subject to examinations by the relevant tax authorities for years prior to its fiscal year ended April 2, 2016.

9. Debt

Debt consists of the following:

	June 29, 2024	March 30, 2024
	(millions)	
$400 million 3.750% Senior Notes[a]	$ 399.2	$ 399.0
$750 million 2.950% Senior Notes[b]	741.9	741.5
Total long-term debt	$ 1,141.1	$ 1,140.5

[a] The carrying value of the 3.750% Senior Notes is presented net of unamortized debt issuance costs and original issue discount of $0.8 million and $1.0 million as of June 29, 2024 and March 30, 2024, respectively.

[b] The carrying value of the 2.950% Senior Notes is presented net of unamortized debt issuance costs and original issue discount of $8.1 million and $8.5 million as of June 29, 2024 and March 30, 2024, respectively.

Senior Notes

In August 2018, the Company completed a registered public debt offering and issued $400 million aggregate principal amount of unsecured senior notes due September 15, 2025, which bear interest at a fixed rate of 3.750%, payable semi-annually (the "3.750% Senior Notes"). The 3.750% Senior Notes were issued at a price equal to 99.521% of their principal amount. The proceeds from this offering were used for general corporate purposes, including repayment of the Company's previously outstanding $300 million principal amount of 2.125% unsecured senior notes that matured September 26, 2018.

In June 2020, the Company completed another registered public debt offering and issued an additional $500 million aggregate principal amount of unsecured senior notes that were due and repaid on June 15, 2022 with cash on hand, which bore interest at a fixed rate of 1.700%, payable semi-annually (the "1.700% Senior Notes"), and $750 million aggregate principal amount of unsecured senior notes due June 15, 2030, which bear interest at a fixed rate of 2.950%, payable semi-annually (the "2.950% Senior Notes"). The 1.700% Senior Notes and 2.950% Senior Notes were issued at prices equal to 99.880% and 98.995% of their principal amounts, respectively. The proceeds from these offerings were used for general corporate purposes, which included the repayment of $475 million previously outstanding under the Company's Global Credit Facility (as defined below) on June 3, 2020 and repayment of its previously outstanding $300 million principal amount of 2.625% unsecured senior notes that matured August 18, 2020.

The Company has the option to redeem the 3.750% Senior Notes and 2.950% Senior Notes (collectively, the "Senior Notes"), in whole or in part, at any time at a price equal to accrued and unpaid interest on the redemption date plus the greater of (i) 100% of the principal amount of the series of Senior Notes to be redeemed or (ii) the sum of the present value of Remaining Scheduled Payments, as defined in the supplemental indentures governing such Senior Notes (together with the indenture governing the Senior Notes, the "Indenture"). The Indenture contains certain covenants that restrict the Company's ability, subject to specified exceptions, to incur certain liens; enter into sale and leaseback transactions; consolidate or merge with another party; or sell, lease, or convey all or substantially all of the Company's property or assets to another party. However, the Indenture does not contain any financial covenants.

Commercial Paper

The Company has a commercial paper borrowing program that allows it to issue up to $750 million of unsecured commercial paper notes through private placement using third-party broker-dealers (the "Commercial Paper Program").

Borrowings under the Commercial Paper Program are supported by the Global Credit Facility (as defined below). Accordingly, the Company does not expect combined borrowings outstanding under the Commercial Paper Program and Global Credit Facility to exceed $750 million. Commercial Paper Program borrowings may be used to support the Company's general working capital and corporate needs. Maturities of commercial paper notes vary, but cannot exceed 397 days from the date of issuance. Commercial paper notes issued under the Commercial Paper Program rank equally in seniority with the Company's other forms of unsecured indebtedness. As of both June 29, 2024 and March 30, 2024, there were no borrowings outstanding under the Commercial Paper Program.

Revolving Credit Facilities

Global Credit Facility

In June 2023, the Company terminated its then existing credit facility and entered into a new credit facility that provides for a $750 million senior unsecured revolving line of credit through June 30, 2028 (the "Global Credit Facility") under terms and conditions substantially similar to those of the previous facility. The Global Credit Facility may be used for working capital needs, capital expenditures, certain investments, general corporate purposes, and for funding of acquisitions. The Global Credit Facility may also be used to support the issuance of letters of credit and maintenance of the Commercial Paper Program. Borrowings under the Global Credit Facility may be denominated in U.S. Dollars and certain other currencies, including Euros, Hong Kong Dollars, and Japanese Yen, and are guaranteed by some of the Company's domestic subsidiaries, including all of the Company's significant subsidiaries. In accordance with the terms of the agreement governing the Global Credit Facility, the Company has the ability to expand its borrowing availability under the Global Credit Facility to $1.500 billion, subject to the agreement of one or more new or existing lenders under the facility to increase their commitments. There are no mandatory reductions in borrowing ability throughout the term of the Global Credit Facility. As of both June 29, 2024 and March 30, 2024, there were no borrowings outstanding under the Global Credit Facility. However, the Company was contingently liable for $11.8 million of outstanding letters of credit as of both June 29, 2024 and March 30, 2024.

The Global Credit Facility contains a number of covenants that, among other things, restrict the Company's ability, subject to specified exceptions, to incur additional debt; incur liens; sell or dispose of assets; merge with or acquire other companies; liquidate or dissolve itself; engage in businesses that are not in a related line of business; make loans, advances, or guarantees; engage in transactions with affiliates; and make certain investments. The Global Credit Facility also requires the Company to maintain a maximum ratio of Adjusted Debt to Consolidated EBITDAR (the "leverage ratio") of no greater than 4.25 as of the date of measurement for the four most recent consecutive fiscal quarters. Adjusted Debt is defined generally as consolidated debt outstanding, including finance lease obligations, plus all operating lease obligations. Consolidated EBITDAR is defined generally as consolidated net income plus (i) income tax expense, (ii) net interest expense, (iii) depreciation and amortization expense, (iv) operating lease cost, (v) restructuring and other non-recurring expenses, and (vi) acquisition-related costs. As of June 29, 2024, no Event of Default (as such term is defined pursuant to the Global Credit Facility) has occurred under the Company's Global Credit Facility.

Pan-Asia Borrowing Facilities

Certain of the Company's subsidiaries in Asia have uncommitted credit facilities with regional branches of JPMorgan Chase in China and South Korea (the "Pan-Asia Credit Facilities"). Additionally, the Company's Japan subsidiary has an uncommitted overdraft facility with Sumitomo Mitsui Banking Corporation (the "Japan Overdraft Facility"). The Pan-Asia Credit Facilities and Japan Overdraft Facility (collectively, the "Pan-Asia Borrowing Facilities") are subject to annual renewal and may be used to fund general working capital needs of the Company's operations in the respective countries. Borrowings under the Pan-Asia Borrowing Facilities are guaranteed by the parent company and are granted at the sole discretion of the respective banks, subject to availability of the banks' funds and satisfaction of certain regulatory requirements. The Pan-Asia Borrowing Facilities do not contain any financial covenants.

A summary of the Company's Pan-Asia Borrowing Facilities by country is as follows:

- China Credit Facility — provides Ralph Lauren Trading (Shanghai) Co., Ltd. with a revolving line of credit of up to 100 million Chinese Renminbi (approximately $14 million) through April 3, 2025, which is also able to be used to support bank guarantees.
- South Korea Credit Facility — provides Ralph Lauren (Korea) Ltd. with a revolving line of credit of up to 30 billion South Korean Won (approximately $21 million) through October 25, 2024.
- Japan Overdraft Facility — provides Ralph Lauren Corporation Japan with an overdraft amount of up to 5 billion Japanese Yen (approximately $31 million) through April 30, 2025.

As of both June 29, 2024 and March 30, 2024, there were no borrowings outstanding under the Pan-Asia Borrowing Facilities.

Refer to Note 11 of the Fiscal 2024 10-K for additional discussion of the terms and conditions of the Company's debt and credit facilities.

10. Fair Value Measurements

U.S. GAAP prescribes a three-level valuation hierarchy for disclosure of fair value measurements. The determination of the applicable level within the hierarchy for a particular asset or liability depends on the inputs used in its valuation as of the measurement date, notably the extent to which the inputs are market-based (observable) or internally-derived (unobservable). A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The three levels are defined as follows:

- Level 1 — inputs to the valuation methodology based on quoted prices (unadjusted) for identical assets or liabilities in active markets.
- Level 2 — inputs to the valuation methodology based on quoted prices for similar assets or liabilities in active markets for substantially the full term of the financial instrument; quoted prices for identical or similar instruments in markets that are not active for substantially the full term of the financial instrument; and model-derived valuations whose inputs or significant value drivers are observable.
- Level 3 — inputs to the valuation methodology based on unobservable prices or valuation techniques that are significant to the fair value measurement.

The following table summarizes the Company's financial assets and liabilities that are measured and recorded at fair value on a recurring basis, excluding accrued interest components:

	June 29, 2024	March 30, 2024
	(millions)	
Derivative assets[(a)]	$ 41.9	$ 36.6
Derivative liabilities[(a)]	0.2	5.5

(a) Based on Level 2 measurements.

The Company's derivative financial instruments are recorded at fair value in its consolidated balance sheets and are valued using pricing models that are primarily based on market observable external inputs, including spot and forward currency exchange rates, benchmark interest rates, and discount rates consistent with the instrument's tenor, and consider the impact of the Company's own credit risk, if any. Changes in counterparty credit risk are also considered in the valuation of derivative financial instruments.

To the extent the Company invests in commercial paper, such investments are classified as available-for-sale and recorded at fair value in its consolidated balance sheets using external pricing data, based on interest rates and credit ratings for similar issuances with the same remaining term as the Company's investments. To the extent the Company invests in bonds, such investments are also classified as available-for-sale and recorded at fair value in its consolidated balance sheets based on quoted prices in active markets.

The Company's cash and cash equivalents, restricted cash, and time deposits are recorded at carrying value, which generally approximates fair value based on Level 1 measurements.

The Company's debt instruments are recorded at their amortized cost in its consolidated balance sheets, which may differ from their respective fair values. The fair values of the Company's senior notes are estimated based on external pricing data, including available quoted market prices, and with reference to comparable debt instruments with similar interest rates, credit ratings, and trading frequency, among other factors. The fair values of the Company's commercial paper notes and borrowings outstanding under its credit facilities, if any, are estimated using external pricing data, based on interest rates and credit ratings for similar issuances with the same remaining term as the Company's outstanding borrowings. Due to their short-term nature, the fair values of the Company's commercial paper notes and borrowings outstanding under its credit facilities, if any, generally approximate their amortized cost carrying values.

The following table summarizes the carrying values and the estimated fair values of the Company's debt instruments:

	June 29, 2024		March 30, 2024	
	Carrying Value[(a)]	Fair Value[(b)]	Carrying Value[(a)]	Fair Value[(b)]
	(millions)			
$400 million 3.750% Senior Notes	$ 399.2	$ 392.0	$ 399.0	$ 391.4
$750 million 2.950% Senior Notes	741.9	668.7	741.5	671.4

(a) See Note 9 for discussion of the carrying values of the Company's senior notes.

(b) Based on Level 2 measurements.

Unrealized gains or losses resulting from changes in the fair value of the Company's debt instruments do not result in the realization or expenditure of cash unless the debt is retired prior to its maturity.

Non-financial Assets and Liabilities

The Company's non-financial assets, which primarily consist of goodwill, other intangible assets, property and equipment, and lease-related ROU assets, are not required to be measured at fair value on a recurring basis, and instead are reported at their amortized or depreciated cost in its consolidated balance sheet. However, on a periodic basis or whenever events or changes in circumstances indicate that they may not be fully recoverable (and at least annually for goodwill and indefinite-lived intangible assets), the respective carrying value of non-financial assets are assessed for impairment and, if ultimately considered impaired, are adjusted and written down to their fair value, as estimated based on consideration of external market participant assumptions and discounted cash flows. No impairment charges were recorded during either of the three-month periods ended June 29, 2024 or July 1, 2023.

11. Financial Instruments

Derivative Financial Instruments

The Company is exposed to changes in foreign currency exchange rates, primarily relating to certain anticipated cash flows and the value of the reported net assets of its international operations, as well as changes in the fair value of its fixed-rate debt obligations attributed to changes in benchmark interest rates. Accordingly, based on its assessment thereof, the Company may use derivative financial instruments to manage and mitigate such risks. The Company does not use derivatives for speculative or trading purposes.

The following table summarizes the Company's outstanding derivative instruments recorded on its consolidated balance sheets as of June 29, 2024 and March 30, 2024:

Derivative Instrument[a]	Notional Amounts June 29, 2024	Notional Amounts March 30, 2024	Derivative Assets June 29, 2024 Balance Sheet Line[b]	Derivative Assets June 29, 2024 Fair Value	Derivative Assets March 30, 2024 Balance Sheet Line[b]	Derivative Assets March 30, 2024 Fair Value	Derivative Liabilities June 29, 2024 Balance Sheet Line[b]	Derivative Liabilities June 29, 2024 Fair Value	Derivative Liabilities March 30, 2024 Balance Sheet Line[b]	Derivative Liabilities March 30, 2024 Fair Value
	(millions)									
Designated Hedges:										
FC — Cash flow hedges	$ 331.6	$ 319.4	PP	$ 8.3	PP	$ 4.8		$ —	AE	$ 0.2
Net investment hedges[c]	700.0	700.0	ONCA	32.3	ONCA	30.6	ONCL	0.1	ONCL	5.2
Total Designated Hedges	1,031.6	1,019.4		40.6		35.4		0.1		5.4
Undesignated Hedges:										
FC — Undesignated hedges[d]	176.1	153.2	PP	1.3	PP	1.2	AE	0.1	AE	0.1
Total Hedges	$ 1,207.7	$ 1,172.6		$ 41.9		$ 36.6		$ 0.2		$ 5.5

(a) FC = Forward foreign currency exchange contracts.

(b) PP = Prepaid expenses and other current assets; AE = Accrued expenses and other current liabilities; ONCA = Other non-current assets; ONCL = Other non-current liabilities.

(c) Includes cross-currency swaps designated as hedges of the Company's net investment in certain foreign operations.

(d) Relates to third-party and intercompany foreign currency-denominated exposures and balances.

The Company presents the fair values of its derivative assets and liabilities recorded on its consolidated balance sheets on a gross basis, even when they are subject to master netting arrangements. However, if the Company were to offset and record the asset and liability balances of all of its derivative instruments on a net basis in accordance with the terms of each of its master netting arrangements, spread across eight separate counterparties, the amounts presented in the consolidated balance sheets as of June 29, 2024 and March 30, 2024 would be adjusted from the current gross presentation as detailed in the following table:

	June 29, 2024 Gross Amounts Presented in the Balance Sheet	June 29, 2024 Gross Amounts Not Offset in the Balance Sheet that are Subject to Master Netting Agreements	June 29, 2024 Net Amount	March 30, 2024 Gross Amounts Presented in the Balance Sheet	March 30, 2024 Gross Amounts Not Offset in the Balance Sheet that are Subject to Master Netting Agreements	March 30, 2024 Net Amount
	(millions)					
Derivative assets	$ 41.9	$ (0.1)	$ 41.8	$ 36.6	$ (0.2)	$ 36.4
Derivative liabilities	0.2	(0.1)	0.1	5.5	(0.2)	5.3

The Company's master netting arrangements do not require cash collateral to be pledged by the Company or its counterparties. See Note 3 for further discussion of the Company's master netting arrangements.

The following tables summarize the pretax impact of gains and losses from the Company's designated derivative instruments on its consolidated financial statements for the three-month periods ended June 29, 2024 and July 1, 2023:

	Gains (Losses) Recognized in OCI	
	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Designated Hedges:		
FC — Cash flow hedges	$ 6.2	$ 5.9
Net investment hedges — effective portion	4.9	(3.0)
Net investment hedges — portion excluded from assessment of hedge effectiveness	2.0	(9.8)
Total Designated Hedges	$ 13.1	$ (6.9)

	Location and Amount of Gains (Losses) from Cash Flow Hedges Reclassified from AOCI to Earnings	
	Three Months Ended	
	June 29, 2024	July 1, 2023
	Cost of goods sold	Cost of goods sold
	(millions)	
Total amounts presented in the consolidated statements of operations in which the effects of related cash flow hedges are recorded	$ (446.4)	$ (464.5)
Effects of cash flow hedging:		
FC — Cash flow hedges	2.2	4.9

	Gains (Losses) from Net Investment Hedges Recognized in Earnings		
	Three Months Ended		
	June 29, 2024	July 1, 2023	Location of Gains (Losses) Recognized in Earnings
	(millions)		
Net Investment Hedges:			
Net investment hedges — portion excluded from assessment of hedge effectiveness[(a)]	$ 3.1	$ 3.1	Interest expense
Total Net Investment Hedges	$ 3.1	$ 3.1	

(a) Amounts recognized in other comprehensive income (loss) ("OCI") relating to the effective portion of the Company's net investment hedges would be recognized in earnings only upon the sale or liquidation of the hedged net investment.

As of June 29, 2024, it is estimated that $11.9 million of pretax net gains on both outstanding and matured derivative instruments designated and qualifying as cash flow hedges deferred in AOCI will be recognized in earnings over the next twelve months. Amounts ultimately recognized in earnings will depend on exchange rates in effect when outstanding derivative instruments are settled.

The following table summarizes the pretax impact of gains and losses from the Company's undesignated derivative instruments on its consolidated financial statements for the three-month periods ended June 29, 2024 and July 1, 2023:

	Gains (Losses) Recognized in Earnings		
	Three Months Ended		
	June 29, 2024	July 1, 2023	Location of Gains (Losses) Recognized in Earnings
	(millions)		
Undesignated Hedges:			
FC — Undesignated hedges	$ 3.1	$ 3.5	Other income (expense), net
Total Undesignated Hedges	$ 3.1	$ 3.5	

Risk Management Strategies

Forward Foreign Currency Exchange Contracts

The Company uses forward foreign currency exchange contracts to mitigate its risk related to exchange rate fluctuations on inventory transactions made in an entity's non-functional currency, the settlement of foreign currency-denominated balances, and the translation of certain foreign operations' net assets into U.S. Dollars. As part of its overall strategy for managing the level of exposure to such exchange rate risk, relating primarily to the Euro, the Japanese Yen, the South Korean Won, the Australian Dollar, the Canadian Dollar, the British Pound Sterling, the Swiss Franc, and the Chinese Renminbi, the Company generally hedges a portion of its related exposures anticipated over the next twelve months using forward foreign currency exchange contracts with maturities of two months to one year to provide continuing coverage over the period of the respective exposure.

Cross-Currency Swap Contracts

The Company periodically designates pay-fixed rate, receive fixed-rate cross-currency swap contracts as hedges of its net investment in certain of its European subsidiaries. These contracts swap U.S. Dollar-denominated fixed interest rate payments based on the contract's notional amount and the fixed rate of interest payable on certain of the Company's senior notes for Euro-denominated fixed interest rate payments, thereby economically converting a portion of its fixed-rate U.S. Dollar-denominated senior note obligations to fixed-rate Euro-denominated obligations.

See Note 3 for further discussion of the Company's accounting policies relating to its derivative financial instruments.

Investments

The Company's short-term investments as of June 29, 2024 and March 30, 2024 were $173.6 million and $121.0 million, respectively, and consisted of time deposits.

No significant realized or unrealized gains or losses on available-for-sale investments or impairment charges were recorded during any of the fiscal periods presented.

Refer to Note 3 of the Fiscal 2024 10-K for further discussion of the Company's accounting policies relating to its investments.

12. Commitments and Contingencies

The Company is involved, from time to time, in litigation, other legal claims, and proceedings involving matters associated with or incidental to its business, including, among other things, matters involving credit card fraud, trademark and other intellectual property, licensing, importation and exportation of its products, taxation, unclaimed property, leases, and employee relations. The Company believes at present that the resolution of currently pending matters will not individually or in the aggregate have a material adverse effect on its consolidated financial statements. However, the Company's assessment of any current litigation or other legal claims could potentially change in light of the discovery of facts not presently known or determinations by judges, juries, or other finders of fact which are not in accord with management's evaluation of the possible liability or outcome of such litigation or claims.

In the normal course of business, the Company may enter into certain guarantees or other agreements that provide general indemnifications. The Company has not made any significant indemnification payments under such agreements in the past and does not currently anticipate incurring any material indemnification payments.

13. Equity

Common Stock Repurchase Program

A summary of the Company's repurchases of Class A common stock under its common stock repurchase program is as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Cost of shares repurchased[a]	$ 176.0	$ 50.0
Number of shares repurchased	1.0	0.4

[a] Excludes excise tax of $1.5 million and $0.4 million incurred during the three-month periods ended June 29, 2024 and July 1, 2023, respectively.

On February 2, 2022, the Company's Board of Directors approved an expansion of the Company's existing common stock repurchase program that allows it to repurchase up to an additional $1.500 billion of its Class A common stock, excluding related excise taxes. As of June 29, 2024, the remaining availability under the Company's Class A common stock repurchase program was approximately $600 million. Repurchases of shares of the Company's Class A common stock are subject to overall business and market conditions.

In addition, during the three-month periods ended June 29, 2024 and July 1, 2023, 0.2 million and 0.1 million shares of the Company's Class A common stock, at a cost of $25.2 million and $6.8 million, respectively, were surrendered to or withheld by the Company in satisfaction of withholding taxes in connection with the vesting of awards under its long-term stock incentive plans.

Repurchased and surrendered shares are accounted for as treasury stock at cost and held in treasury for future use.

Dividends

The Company has generally maintained a regular quarterly cash dividend program on its common stock since 2003.

On May 16, 2024, the Company's Board of Directors approved an increase to the Company's quarterly cash dividend on its common stock from $0.75 to $0.825 per share. The first quarterly dividend declared to reflect this increase was payable to shareholders of record at the close of business on June 28, 2024 and was paid on July 12, 2024.

The Company intends to continue to pay regular dividends on outstanding shares of its common stock. However, any decision to declare and pay dividends in the future will ultimately be made at the discretion of the Company's Board of Directors and will depend on the Company's results of operations, cash requirements, financial condition, and other factors that the Board of Directors may deem relevant, including economic and market conditions.

14. Accumulated Other Comprehensive Income (Loss)

The following table presents OCI activity, net of tax, accumulated in equity:

	Foreign Currency Translation Gains (Losses)[a]	Net Unrealized Gains (Losses) on Cash Flow Hedges[b]	Net Unrealized Gains (Losses) on Defined Benefit Plans[c]	Total Accumulated Other Comprehensive Income (Loss)
	(millions)			
Balance at March 30, 2024	$ (280.0)	$ 7.2	$ (3.3)	$ (276.1)
Other comprehensive income (loss), net of tax:				
OCI before reclassifications	(25.4)	5.3	(1.0)	(21.1)
Amounts reclassified from AOCI to earnings	—	(1.9)	1.0	(0.9)
Other comprehensive income (loss), net of tax	(25.4)	3.4	—	(22.0)
Balance at June 29, 2024	$ (305.4)	$ 10.6	$ (3.3)	$ (298.1)
Balance at April 1, 2023	$ (203.8)	$ 4.1	$ 3.7	$ (196.0)
Other comprehensive income (loss), net of tax:				
OCI before reclassifications	(37.5)	5.1	—	(32.4)
Amounts reclassified from AOCI to earnings	—	(4.3)	(0.1)	(4.4)
Other comprehensive income (loss), net of tax	(37.5)	0.8	(0.1)	(36.8)
Balance at July 1, 2023	$ (241.3)	$ 4.9	$ 3.6	$ (232.8)

(a) OCI before reclassifications to earnings related to foreign currency translation gains (losses) includes income tax provision of $2.6 million and income tax benefit of $0.9 million for the three-month periods ended June 29, 2024 and July 1, 2023, respectively. OCI before reclassifications to earnings for the three-month periods ended June 29, 2024 and July 1, 2023 includes gains of $5.3 million (net of a $1.6 million income tax provision) and losses of $9.7 million (net of a $3.1 million income tax benefit), respectively, related to changes in the fair values of instruments designated as hedges of the Company's net investment in certain foreign operations (see Note 11).

(b) OCI before reclassifications to earnings related to net unrealized gains (losses) on cash flow hedges are presented net of income tax provisions of $0.9 million and $0.8 million for the three-month periods ended June 29, 2024 and July 1, 2023, respectively. The tax effects on amounts reclassified from AOCI to earnings are presented in a table below.

(c) Activity is presented net of taxes, which were immaterial for both periods presented.

The following table presents reclassifications from AOCI to earnings for cash flow hedges, by component:

	Three Months Ended June 29, 2024	Three Months Ended July 1, 2023	Location of Gains (Losses) Reclassified from AOCI to Earnings
	(millions)		
Gains (losses) on cash flow hedges[a]:			
FC — Cash flow hedges	$ 2.2	$ 4.9	Cost of goods sold
Tax effect	(0.3)	(0.6)	Income tax provision
Net of tax	$ 1.9	$ 4.3	

(a) FC = Forward foreign currency exchange contracts.

15. Stock-based Compensation

The Company's stock-based compensation awards are currently issued under the 2019 Incentive Plan, which was approved by its stockholders on August 1, 2019. However, any prior awards granted under either the Company's 2010 Incentive Plan or 1997 Incentive Plan remain subject to the terms of those plans, as applicable. Any awards that expire, are forfeited, or are surrendered to the Company in satisfaction of taxes are available for issuance under the 2019 Incentive Plan.

Refer to Note 18 of the Fiscal 2024 10-K for a detailed description of the Company's stock-based compensation awards, including information related to vesting terms, service, performance, and market conditions and payout percentages.

Impact on Results

A summary of total stock-based compensation expense recorded in SG&A expenses and the related income tax benefits recognized during the three-month periods ended June 29, 2024 and July 1, 2023 is as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Compensation expense	$ 24.3	$ 21.4
Income tax benefit	(3.2)	(3.3)

The Company issues its annual grants of stock-based compensation awards in the first half of each fiscal year. Due to the timing of the annual grants and other factors, including the timing and magnitude of forfeiture and performance goal achievement adjustments, as well as changes to the size and composition of the eligible employee population, stock-based compensation expense recognized during any given fiscal period is not indicative of the level of compensation expense expected to be incurred in future periods.

Service-based RSUs

The fair values of service-based RSUs granted to certain of the Company's senior executives and other employees, as well as non-employee directors, are based on the fair value of the Company's Class A common stock on the date of grant, adjusted to reflect the absence of dividends for any awards for which dividend equivalent amounts do not accrue to the holder while outstanding and unvested. The weighted-average grant date fair values of service-based RSU awards granted were $176.95 and $114.21 per share during the three-month periods ended June 29, 2024 and July 1, 2023, respectively.

A summary of service-based RSU activity during the three months ended June 29, 2024 is as follows:

	Number of Service-based RSUs
	(thousands)
Unvested at March 30, 2024	1,054
Granted	3
Vested	(3)
Forfeited	(11)
Unvested at June 29, 2024	1,043

Performance-based RSUs

The fair values of the Company's performance-based RSUs granted to its senior executives and other key employees are based on the fair value of the Company's Class A common stock on the date of grant, adjusted to reflect the absence of dividends for any awards for which dividend equivalent amounts do not accrue to the holder while outstanding and unvested. No such awards were granted during the three-month periods ended June 29, 2024 and July 1, 2023.

Market-based RSUs

The Company grants market-based RSUs, which are based on total shareholder return ("TSR") performance, to its senior executives and other key employees. The Company estimates the fair value of its TSR awards on the date of grant using a Monte Carlo simulation, which models multiple stock price paths of the Company's Class A common stock and that of its peer group to evaluate and determine its ultimate expected relative TSR performance ranking. Compensation expense, net of estimated forfeitures, is recorded regardless of whether, and the extent to which, the market condition is ultimately satisfied. No such awards were granted during the three-month periods ended June 29, 2024 and July 1, 2023.

A summary of performance-based RSU activity including TSR awards during the three months ended June 29, 2024 is as follows:

	Number of Performance-based RSUs
	(thousands)
Unvested at March 30, 2024	682
Granted	—
Change due to performance and/or market condition achievement	72
Vested	(281)
Forfeited	—
Unvested at June 29, 2024	473

16. Segment Information

The Company has three reportable segments based on its business activities and organization:

- *North America* — The North America segment primarily consists of sales of Ralph Lauren branded apparel, footwear & accessories, home, and related products made through the Company's retail and wholesale businesses primarily in the U.S. and Canada. In North America, the Company's retail business is primarily comprised of its Ralph Lauren stores, its outlet stores, and its digital commerce sites, www.RalphLauren.com and www.RalphLauren.ca. The Company's wholesale business in North America is comprised primarily of sales to department stores and, to a lesser extent, specialty stores.

- *Europe* — The Europe segment primarily consists of sales of Ralph Lauren branded apparel, footwear & accessories, home, and related products made through the Company's retail and wholesale businesses in Europe and emerging markets. In Europe, the Company's retail business is primarily comprised of its Ralph Lauren stores, its outlet stores, its concession-based shop-within-shops, and its various digital commerce sites. The Company's wholesale business in Europe is comprised primarily of a varying mix of sales to both department stores and specialty stores, depending on the country, as well as to various third-party digital and licensee partners.

- *Asia* — The Asia segment primarily consists of sales of Ralph Lauren branded apparel, footwear & accessories, home, and related products made through the Company's retail and wholesale businesses in Asia, Australia, and New Zealand. The Company's retail business in Asia is primarily comprised of its Ralph Lauren stores, its outlet stores, its concession-based shop-within-shops, and its various digital commerce sites. In addition, the Company sells its products online through various third-party digital partner commerce sites. The Company's wholesale business in Asia is comprised primarily of sales to department stores and various third-party digital and licensee partners.

No operating segments were aggregated to form the Company's reportable segments. In addition to these reportable segments, the Company also has other non-reportable segments, which primarily consist of Ralph Lauren and Chaps branded royalty revenues earned through its global licensing alliances.

The Company's segment reporting structure is consistent with how it establishes its overall business strategy, allocates resources, and assesses performance of its business. The accounting policies of the Company's segments are consistent with those described in Notes 2 and 3 of the Fiscal 2024 10-K. Sales and transfers between segments are generally recorded at cost and treated as transfers of inventory. All intercompany revenues are eliminated in consolidation and are not reviewed when evaluating segment performance. Each segment's performance is evaluated based upon net revenues and operating income before restructuring-related charges, impairment of assets, and certain other one-time items, if any. Certain corporate overhead expenses related to global functions, most notably the Company's executive office, information technology, finance and accounting, human resources, and legal departments, largely remain at corporate. Additionally, other costs that cannot be allocated to the segments based on specific usage are also maintained at corporate, including corporate marketing and advertising expenses, depreciation and amortization of corporate assets, and other general and administrative expenses resulting from corporate-level activities and projects.

Net revenues for each of the Company's segments are as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Net revenues:		
North America	$ 608.2	$ 631.7
Europe	479.1	450.5
Asia	390.9	377.5
Other non-reportable segments	34.0	36.8
Total net revenues	$ 1,512.2	$ 1,496.5

Operating income for each of the Company's segments is as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Operating income:		
North America	$ 119.8	$ 125.3
Europe	120.6	97.2
Asia	107.2	93.3
Other non-reportable segments	29.6	33.8
	377.2	349.6
Unallocated corporate expenses	(161.3)	(147.6)
Unallocated restructuring and other charges, net[a]	(7.4)	(35.6)
Total operating income	$ 208.5	$ 166.4

(a) The three-month periods ended June 29, 2024 and July 1, 2023 included certain unallocated restructuring and other charges, net (see Note 7), which are detailed below:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Unallocated restructuring and other charges, net:		
North America-related	$ 0.4	$ (3.9)
Europe-related	(0.9)	(1.4)
Asia-related	(0.6)	(1.4)
Other non-reportable segment-related	(0.1)	—
Corporate operations-related	(1.1)	(23.8)
Unallocated restructuring charges	(2.3)	(30.5)
Other charges (see Note 7)	(5.1)	(5.1)
Total unallocated restructuring and other charges, net	$ (7.4)	$ (35.6)

Depreciation and amortization expense for the Company's segments is as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Depreciation and amortization expense:		
North America	$ 20.6	$ 20.3
Europe	8.4	8.8
Asia	12.5	13.3
Unallocated corporate	12.9	15.9
Total depreciation and amortization expense	$ 54.4	$ 58.3

Net revenues by geographic location of the reporting subsidiary are as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Net revenues[a]:		
The Americas[b]	$ 647.8	$ 676.6
Europe[c]	473.5	442.4
Asia[d]	390.9	377.5
Total net revenues	$ 1,512.2	$ 1,496.5

(a) Net revenues for certain of the Company's licensed operations are included within the geographic location of the reporting subsidiary which holds the respective license.

(b) Includes the U.S., Canada, and Latin America. Net revenues earned in the U.S. during the three-month periods ended June 29, 2024 and July 1, 2023 were $615.5 million and $643.0 million, respectively.

(c) Includes the Middle East.

(d) Includes Australia and New Zealand.

17. Additional Financial Information

Reconciliation of Cash, Cash Equivalents, and Restricted Cash

A reconciliation of cash, cash equivalents, and restricted cash as of June 29, 2024 and March 30, 2024 from the consolidated balance sheets to the consolidated statements of cash flows is as follows:

	June 29, 2024	March 30, 2024
	(millions)	
Cash and cash equivalents	$ 1,586.9	$ 1,662.2
Restricted cash included within prepaid expenses and other current assets	1.4	2.8
Restricted cash included within other non-current assets	5.3	5.6
Total cash, cash equivalents, and restricted cash	$ 1,593.6	$ 1,670.6

Restricted cash relates to cash held in escrow with certain banks as collateral, primarily to secure guarantees in connection with certain international tax matters and real estate leases.

Cash Paid for Interest and Taxes

Cash paid for interest and income taxes is as follows:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Cash paid for interest	$ 13.9	$ 12.7
Cash paid for income taxes, net of refunds	38.5	32.2

Cash Paid for Leases

The following table summarizes certain cash flow information related to the Company's leases:

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows for operating leases	$ 87.6	$ 92.2
Operating cash flows for finance leases	2.0	2.7
Financing cash flows for finance leases	4.9	6.0

Non-cash Transactions

Operating lease ROU assets recorded in connection with the recognition of new lease liabilities were $70.1 million and $48.0 million for the three-month periods ended June 29, 2024 and July 1, 2023, respectively.

Non-cash investing activities also included capital expenditures incurred but not yet paid of $24.1 million and $36.1 million for the three-month periods ended June 29, 2024 and July 1, 2023, respectively.

There were no other significant non-cash investing or financing activities for any of the fiscal periods presented.

Item 2. ***Management's Discussion and Analysis of Financial Condition and Results of Operations.***

Special Note Regarding Forward-Looking Statements

Various statements in this Form 10-Q, or incorporated by reference into this Form 10-Q, in future filings by us with the Securities and Exchange Commission (the "SEC"), in our press releases, and in oral statements made from time to time by representatives of the Company, may contain certain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include, without limitation, statements regarding our current expectations about the Company's future operating results and financial condition, the implementation and results of our strategic plans and initiatives, store openings and closings, capital expenses, our plans regarding our quarterly cash dividend and Class A common stock repurchase programs, and our ability to meet citizenship and sustainability goals. Forward-looking statements are based on current expectations and are indicated by words or phrases such as "aim," "anticipate," "outlook," "estimate," "ensure," "commit," "expect," "project," "believe," "envision," "goal," "target," "can," "will," and similar words or phrases. These forward-looking statements involve known and unknown risks, uncertainties, and other factors which may cause actual results, performance, or achievements to be materially different from the future results, performance, or achievements expressed in or implied by such forward-looking statements. These risks, uncertainties, and other factors include, among others:

- the loss of key personnel, including Mr. Ralph Lauren, or other changes in our executive and senior management team or to our operating structure, including any potential changes resulting from the execution of our long-term growth strategy, and our ability to effectively transfer knowledge and maintain adequate controls and procedures during periods of transition;

- the potential impact to our business resulting from inflationary pressures, including increases in the costs of raw materials, transportation, wages, healthcare, and other benefit-related costs;

- the impact of economic, political, and other conditions on us, our customers, suppliers, vendors, and lenders, including potential business disruptions related to the Russia-Ukraine and Israel-Hamas wars, militant attacks on cargo vessels in the Red Sea, civil and political unrest, diplomatic tensions between the U.S. and other countries, rising interest rates, and bank failures, among other factors described herein;

- the potential impact to our business resulting from supply chain disruptions, including those caused by capacity constraints, closed factories and/or labor shortages (stemming from pandemic diseases, labor disputes, strikes, or otherwise), scarcity of raw materials, port congestion, and scrutiny or detention of goods produced in certain territories resulting from laws, regulations, or trade restrictions, such as those imposed by the Uyghur Forced Labor Prevention Act ("UFLPA") or the Countering America's Adversaries Through Sanctions Act ("CAATSA"), which could result in shipment approval delays leading to inventory shortages and lost sales, as well as potential shipping delays, inventory shortages, and/or higher freight costs resulting from the recent Red Sea crisis and/or disruptions to major waterways such as the Suez and Panama canals;

- our ability to effectively manage inventory levels and the increasing pressure on our margins in a highly promotional retail environment;

- our exposure to currency exchange rate fluctuations from both a transactional and translational perspective;

- our ability to recruit and retain qualified employees to operate our retail stores, distribution centers, and various corporate functions;

- the impact to our business resulting from a recession or changes in consumers' ability, willingness, or preferences to purchase discretionary items and luxury retail products, which tends to decline during recessionary periods, and our ability to accurately forecast consumer demand, the failure of which could result in either a build-up or shortage of inventory;

- our ability to successfully implement our long-term growth strategy;

- our ability to continue to expand and grow our business internationally and the impact of related changes in our customer, channel, and geographic sales mix as a result, as well as our ability to accelerate growth in certain product categories;

- our ability to open new retail stores and concession shops, as well as enhance and expand our digital footprint and capabilities, all in an effort to expand our direct-to-consumer presence;

- our ability to respond to constantly changing fashion and retail trends and consumer demands in a timely manner, develop products that resonate with our existing customers and attract new customers, and execute marketing and advertising programs that appeal to consumers;
- our ability to competitively price our products and create an acceptable value proposition for consumers;
- our ability to continue to maintain our brand image and reputation and protect our trademarks;
- our ability to achieve our goals regarding citizenship and sustainability practices, including those related to climate change, our human capital, and our supply chain;
- our ability and the ability of our third-party service providers to secure our respective facilities and systems from, among other things, cybersecurity breaches, acts of vandalism, computer viruses, ransomware, or similar Internet or email events;
- our efforts to successfully enhance, upgrade, and/or transition our global information technology systems and digital commerce platforms;
- the potential impact to our business if any of our distribution centers were to become inoperable or inaccessible;
- the potential impact to our business resulting from pandemic diseases such as COVID-19, including periods of reduced operating hours and capacity limits and/or temporary closure of our stores, distribution centers, and corporate facilities, as well as those of our customers, suppliers, and vendors, and potential changes to consumer behavior, spending levels, and/or shopping preferences, such as willingness to congregate in shopping centers or other populated locations;
- the potential impact on our operations and on our suppliers and customers resulting from man-made or natural disasters, including pandemic diseases, severe weather, geological events, and other catastrophic events, such as terrorist attacks, military conflicts, and other hostilities;
- our ability to achieve anticipated operating enhancements and cost reductions from our restructuring plans, as well as the impact to our business resulting from restructuring-related charges, which may be dilutive to our earnings in the short term;
- the impact to our business resulting from potential costs and obligations related to the early or temporary closure of our stores or termination of our long-term, non-cancellable leases;
- our ability to maintain adequate levels of liquidity to provide for our cash needs, including our debt obligations, tax obligations, capital expenditures, and potential payment of dividends and repurchases of our Class A common stock, as well as the ability of our customers, suppliers, vendors, and lenders to access sources of liquidity to provide for their own cash needs;
- the potential impact to our business resulting from the financial difficulties of certain of our large wholesale customers, which may result in consolidations, liquidations, restructurings, and other ownership changes in the retail industry, as well as other changes in the competitive marketplace, including the introduction of new products or pricing changes by our competitors;
- our ability to access capital markets and maintain compliance with covenants associated with our existing debt instruments;
- a variety of legal, regulatory, tax, political, and economic risks, including risks related to the importation and exportation of products which our operations are currently subject to, or may become subject to as a result of potential changes in legislation, and other risks associated with our international operations, such as compliance with the Foreign Corrupt Practices Act or violations of other anti-bribery and corruption laws prohibiting improper payments, and the burdens of complying with a variety of foreign laws and regulations, including tax laws, trade and labor restrictions, and related laws that may reduce the flexibility of our business;
- the impact to our business resulting from the potential imposition of additional duties, tariffs, taxes, and other charges or barriers to trade, including those resulting from trade developments between the U.S. and China or other countries, and any related impact to global stock markets, as well as our ability to implement mitigating sourcing strategies;

- changes in our tax obligations and effective tax rate due to a variety of factors, including potential changes in U.S. or foreign tax laws and regulations, accounting rules, or the mix and level of earnings by jurisdiction in future periods that are not currently known or anticipated;
- the potential impact to the trading prices of our securities if our operating results, Class A common stock share repurchase activity, and/or cash dividend payments differ from investors' expectations;
- our ability to maintain our credit profile and ratings within the financial community;
- our intention to introduce new products or brands, or enter into or renew alliances;
- changes in the business of, and our relationships with, major wholesale customers and licensing partners; and
- our ability to make strategic acquisitions and successfully integrate the acquired businesses into our existing operations.

These forward-looking statements are based largely on our expectations and judgments and are subject to a number of risks and uncertainties, many of which are unforeseeable and beyond our control. A detailed discussion of significant risk factors that have the potential to cause our actual results to differ materially from our expectations is included in our Annual Report on Form 10-K for the fiscal year ended March 30, 2024 (the "Fiscal 2024 10-K"). There are no material changes to such risk factors, nor have we identified any previously undisclosed risks that could materially adversely affect our business, operating results, and/or financial condition, as set forth in Part II, Item 1A — "*Risk Factors*" of this Form 10-Q. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.

In this Form 10-Q, references to "Ralph Lauren," "ourselves," "we," "our," "us," and the "Company" refer to Ralph Lauren Corporation and its subsidiaries, unless the context indicates otherwise. We utilize a 52-53 week fiscal year ending on the Saturday closest to March 31. As such, fiscal year 2025 will end on March 29, 2025 and will be a 52-week period ("Fiscal 2025"). Fiscal year 2024 ended on March 30, 2024 and was also a 52-week period ("Fiscal 2024"). The first quarter of Fiscal 2025 ended on June 29, 2024 and was a 13-week period. The first quarter of Fiscal 2024 ended on July 1, 2023 and was also a 13-week period.

INTRODUCTION

Management's discussion and analysis of financial condition and results of operations ("MD&A") is provided as a supplement to the accompanying consolidated financial statements and notes thereto to help provide an understanding of our results of operations, financial condition, and liquidity. MD&A is organized as follows:

- *Overview.* This section provides a general description of our business, global economic conditions and industry trends, and a summary of our financial performance for the three-month period ended June 29, 2024. In addition, this section includes a discussion of recent developments and transactions affecting comparability that we believe are important in understanding our results of operations and financial condition, and in anticipating future trends.
- *Results of operations.* This section provides an analysis of our results of operations for the three-month period ended June 29, 2024 as compared to the three-month period ended July 1, 2023.
- *Financial condition and liquidity.* This section provides a discussion of our financial condition and liquidity as of June 29, 2024, which includes (i) an analysis of our financial condition as compared to the prior fiscal year-end; (ii) an analysis of changes in our cash flows for the three months ended June 29, 2024 as compared to the three months ended July 1, 2023; (iii) an analysis of our liquidity, including the availability under our commercial paper borrowing program and credit facilities, our supplier finance program, outstanding debt and covenant compliance, common stock repurchases, and payments of dividends; and (iv) a description of any material changes in our material cash requirements since March 30, 2024.
- *Market risk management.* This section discusses any significant changes in our risk exposures related to foreign currency exchange rates, interest rates, and our investments since March 30, 2024.
- *Critical accounting policies.* This section discusses any significant changes in our critical accounting policies since March 30, 2024. Critical accounting policies typically require significant judgment and estimation on the part of management in their application. In addition, all of our significant accounting policies, including our critical accounting policies, are summarized in Note 3 of the Fiscal 2024 10-K.

- *Recently issued accounting standards.* This section discusses the potential impact on our reported results of operations and financial condition of certain accounting standards that have been recently issued.

OVERVIEW

Our Business

Our Company is a global leader in the design, marketing, and distribution of luxury lifestyle products, including apparel, footwear & accessories, home, fragrances, and hospitality. Our long-standing reputation and distinctive image have been developed across a wide range of products, brands, distribution channels, and international markets. Our brand names include Ralph Lauren, Ralph Lauren Collection, Ralph Lauren Purple Label, Double RL, Polo Ralph Lauren, Lauren Ralph Lauren, Polo Ralph Lauren Children, and Chaps, among others.

We diversify our business by geography (North America, Europe, and Asia, among other regions) and channel of distribution (retail, wholesale, and licensing). This allows us to maintain a dynamic balance as our operating results do not depend solely on the performance of any single geographic area or channel of distribution. We sell directly to consumers through our integrated retail channel, which includes our retail stores, concession-based shop-within-shops, and digital commerce operations around the world. Our wholesale sales are made principally to major department stores, specialty stores, and third-party digital partners around the world, as well as to certain third-party-owned stores to which we have licensed the right to operate in defined geographic territories using our trademarks. In addition, we license to third parties for specified periods the right to access our various trademarks in connection with the licensees' manufacture and sale of designated products, such as certain apparel, eyewear, fragrances, and home furnishings.

We organize our business into the following three reportable segments:

- *North America* — Our North America segment, representing approximately 44% of our Fiscal 2024 net revenues, primarily consists of sales of our Ralph Lauren branded products made through our retail and wholesale businesses primarily in the U.S. and Canada. In North America, our retail business is primarily comprised of our Ralph Lauren stores, our outlet stores, and our digital commerce sites, www.RalphLauren.com and www.RalphLauren.ca. Our wholesale business in North America is comprised primarily of sales to department stores and, to a lesser extent, specialty stores.

- *Europe* — Our Europe segment, representing approximately 30% of our Fiscal 2024 net revenues, primarily consists of sales of our Ralph Lauren branded products made through our retail and wholesale businesses in Europe and emerging markets. In Europe, our retail business is primarily comprised of our Ralph Lauren stores, our outlet stores, our concession-based shop-within-shops, and our various digital commerce sites. Our wholesale business in Europe is comprised primarily of a varying mix of sales to both department stores and specialty stores, depending on the country, as well as to various third-party digital and licensee partners.

- *Asia* — Our Asia segment, representing approximately 24% of our Fiscal 2024 net revenues, primarily consists of sales of our Ralph Lauren branded products made through our retail and wholesale businesses in Asia, Australia, and New Zealand. Our retail business in Asia is primarily comprised of our Ralph Lauren stores, our outlet stores, our concession-based shop-within-shops, and our various digital commerce sites. In addition, we sell our products online through various third-party digital partner commerce sites. Our wholesale business in Asia is comprised primarily of sales to department stores and various third-party digital and licensee partners.

No operating segments were aggregated to form our reportable segments. In addition to these reportable segments, we also have other non-reportable segments, representing approximately 2% of our Fiscal 2024 net revenues, which primarily consist of Ralph Lauren and Chaps branded royalty revenues earned through our global licensing alliances.

Approximately 55% of our Fiscal 2024 net revenues were earned outside of the U.S. See Note 16 to the accompanying consolidated financial statements for further discussion of our segment reporting structure.

Our business is typically affected by seasonal trends, with higher levels of retail sales in our second and third fiscal quarters and higher wholesale sales in our second and fourth fiscal quarters. These trends result primarily from the timing of key vacation travel, back-to-school, and holiday shopping periods impacting our retail business and timing of seasonal wholesale shipments. As a result of changes in our business, consumer spending patterns, and the macroeconomic environment, including those resulting from pandemic diseases and other catastrophic events, historical quarterly operating trends and working capital requirements may not be indicative of our future performance. In addition, fluctuations in sales, operating income (loss), and cash flows in any fiscal quarter may be affected by other events affecting retail sales, such as changes in weather patterns. Accordingly, our operating results and cash flows for the three-month period ended June 29, 2024 are not necessarily indicative of the operating results and cash flows that may be expected for the full Fiscal 2025.

Recent Developments

Next Generation Transformation Project

We are in the early stages of executing a large-scale, multi-year global project that is expected to significantly transform the way in which we operate our business and further enable our long-term strategic pivot towards a global direct-to-consumer-oriented model (the "Next Generation Transformation project" or "NGT project"). The NGT project will be completed in phases and involves the redesigning of certain end-to-end processes and the implementation of a suite of information systems on a global scale. Such efforts are expected to result in significant process improvements and the creation of synergies across core areas of operations, including merchandise buying and planning, procurement, inventory management, retail and wholesale operations, and financial planning and reporting, better enabling us to optimize inventory levels and increase the speed with which we react to changes in consumer demand across markets, among other benefits.

In connection with the preliminary phase of the NGT project, we incurred other charges of $2.3 million during the three-month period ended June 29, 2024, which were recorded within restructuring and other charges, net in the consolidated statements of operations.

Global Economic Conditions and Industry Trends

The global economy and retail industry are impacted by many different factors. Changes in economic conditions, most notably persisting inflationary pressures (including increases in the cost of raw materials, transportation, and salaries & benefits), high interest rates, significant foreign currency volatility, bank failures, and concerns of a potential recession, continue to impact consumer discretionary income levels, spending, and sentiment in the U.S. and beyond. In response to such pressures, as well as in an effort to reduce elevated inventory levels, many retailers (particularly in the U.S.) have become increasingly more promotional in an attempt to offset traffic declines and increase conversion. Furthermore, the department store sector has experienced numerous consolidations, restructurings, reorganizations, bankruptcies, and other ownership changes in recent times, as well as an increase in store closures. The future geopolitical landscape also remains particularly uncertain, with over 60 countries scheduled to hold national elections during 2024, including the U.S. presidential election in November. Any resulting changes in international trade relations, legislation and regulations (including those related to taxation and importation), or economic and monetary policies, or heightened diplomatic tensions or political and civil unrest, among other potential impacts, could adversely impact the global economy and our operating results.

The global economy has also been negatively impacted by ongoing military conflicts taking place in various parts of the world, most notably the Russia-Ukraine and Israel-Hamas wars, other recent hostilities in the Middle East, and militant attacks on cargo vessels in the Red Sea. Although our voluntary decision to suspend operations in Russia has not resulted in a material impact to our consolidated financial statements and our ongoing operations in Israel are also not material, our business has been, and may continue to be, impacted by the broader macroeconomic implications resulting from these and other military conflicts, including inflationary pressures, unfavorable foreign currency exchange rates, increases in energy prices, food shortages, and volatility in financial markets, among other factors, which have adversely impacted consumer sentiment and confidence. Although our business has not been significantly impacted by the recent Red Sea crisis, we have experienced some shipping delays impacting the timing of receipts, and the continuation of such disruptions over a prolonged period could result in further inventory receipt delays and/or higher freight costs in the near-term and beyond. It is not clear at this time how long these conflicts will endure, or if they will escalate further with additional countries declaring war against each other, which could further amplify the impacts of the various macroeconomic factors described above and potentially result in a global recession.

We have implemented various strategies globally to help address many of these current challenges and continue to build a foundation for long-term profitable growth centered around strengthening our consumer-facing areas of product, stores, and marketing across channels and driving a more efficient operating model. Our strategy for mitigating inflationary pressures includes numerous levers, including our commitment to driving average unit retail growth, leveraging our diversified supply chain and strong supplier relationships, elevating our product sustainability efforts, and leveraging our in-house quality control to reduce time and cost from the manufacturing process, among other efforts. We have also taken earlier receipts of inventory and strategically utilize faster means of transportation when necessary to maximize full-price selling windows. While we remain agile and mindful of the increasing competitive promotional environment, we plan to continue driving our broader long-term strategy of brand elevation, which includes multiple levers to continue driving average unit retail growth and brand equity.

We will continue to monitor these conditions and trends and will evaluate and adjust our operating strategies and foreign currency and cost management opportunities to help mitigate the related impacts on our results of operations, while remaining focused on the long-term growth of our business and protecting and elevating the value of our brand.

For a detailed discussion of significant risk factors that have the potential to cause our actual results to differ materially from our expectations, see Part I, Item 1A — "*Risk Factors*" in our Fiscal 2024 10-K.

Summary of Financial Performance

Operating Results

During the three months ended June 29, 2024, we reported net revenues of $1.512 billion, net income of $168.6 million, and net income per diluted share of $2.61, as compared to net revenues of $1.496 billion, net income of $132.1 million, and net income per diluted share of $1.96 during the three months ended July 1, 2023. The comparability of our operating results has been affected by net restructuring-related charges and certain other benefits (charges). We also continue to experience varying degrees of business disruptions resulting from the current macroeconomic environment, including inflationary pressures, ongoing military conflicts taking place in various parts of the world, and foreign currency volatility, among other factors.

Our operating performance for the three months ended June 29, 2024 as compared to the prior fiscal year period reflected revenue increases of 1.1% on a reported basis and 2.8% on a constant currency basis, as defined within "*Transactions and Trends Affecting Comparability of Results of Operations and Financial Condition*" below. Net revenue growth was led by our direct-to-consumer channels and international businesses.

Our gross profit as a percentage of net revenues increased by 150 basis points to 70.5% during the three months ended June 29, 2024 as compared to the prior fiscal year period, primarily driven by favorable product, channel, and geographic mix shifts, lower cotton costs, and average unit retail ("AUR") growth, partially offset by higher other product costs and unfavorable foreign currency effects.

Selling, general, and administrative ("SG&A") expenses as a percentage of net revenues during the three months ended June 29, 2024 increased by 70 basis points to 56.2% as compared to the prior fiscal year period, driven by higher marketing investments due to the planned timing of key campaign events.

Net income increased by $36.5 million to $168.6 million during the three months ended June 29, 2024 as compared to the three months ended July 1, 2023, primarily due to a $42.1 million increase in our operating income and a $3.9 million increase in our non-operating income, net, partially offset by a $9.5 million increase in our income tax provision. Net income per diluted share increased by $0.65 to $2.61 per share during the three months ended June 29, 2024 driven by the higher level of net income and lower weighted-average diluted shares outstanding.

During the three-month periods ended June 29, 2024 and July 1, 2023, our operating results were negatively impacted by net restructuring-related charges and certain other charges (benefits) totaling $7.4 million and $33.7 million, respectively, which had an after-tax effect of reducing net income by $6.0 million, or $0.09 per diluted share, and $25.9 million, or $0.38 per diluted share, respectively.

Financial Condition and Liquidity

We ended the first quarter of Fiscal 2025 in a net cash and short-term investments position (calculated as cash and cash equivalents, plus short-term investments, less total debt) of $619.4 million, as compared to $642.7 million as of the end of Fiscal 2024. The decrease in our net cash and short-term investments position was primarily due to our use of cash to support Class A common stock repurchases of $201.2 million, including withholdings in satisfaction of tax obligations for stock-based compensation awards, to make dividend payments of $47.5 million, to invest in our business through $33.4 million in capital expenditures, and the unfavorable effect of exchange rate changes on our cash, cash equivalents, and restricted cash of $13.1 million, partially offset by our operating cash flows of $277.3 million.

Net cash provided by operating activities was $277.3 million during the three months ended June 29, 2024, as compared to $270.7 million during the three months ended July 1, 2023. The net increase in cash provided by operating activities was due to an increase in net income before non-cash charges, partially offset by a net unfavorable change related to our operating assets and liabilities, including our working capital, as compared to the prior fiscal year period.

Our equity decreased to $2.367 billion as of June 29, 2024 compared to $2.450 billion as of March 30, 2024 due to our share repurchase activity and dividends declared during the three months ended June 29, 2024, partially offset by our comprehensive income and the net impact of stock-based compensation arrangements.

Transactions and Trends Affecting Comparability of Results of Operations and Financial Condition

The comparability of our operating results for the three-month periods ended June 29, 2024 and July 1, 2023 has been affected by certain events, including:

- pretax charges incurred in connection with our restructuring activities, as well as certain other benefits (charges), as summarized below (references to "Notes" are to the notes to the accompanying consolidated financial statements):

	Three Months Ended	
	June 29, 2024	July 1, 2023
	(millions)	
Restructuring and other charges, net (see Note 7)	$ (7.4)	$ (35.6)
Non-routine inventory benefits[a]	—	1.8
Non-routine bad debt expense reversals[b]	—	0.1
Total charges, net	$ (7.4)	$ (33.7)

[a] Non-routine inventory benefits are recorded within cost of goods sold in the consolidated statements of operations. The benefits recorded during the three months ended July 1, 2023 primarily related to reversals of amounts previously recognized in connection with the COVID-19 pandemic (approximately $1 million) and delays in U.S. customs shipment reviews and approvals (approximately $1 million).

[b] Non-routine bad debt expense reversals are recorded within SG&A expenses in the consolidated statements of operations. The reversals recorded during the three months ended July 1, 2023 primarily related to charges previously recognized in connection with the Russia-Ukraine war.

Because we are a global company, the comparability of our operating results reported in U.S. Dollars is also affected by foreign currency exchange rate fluctuations because the underlying currencies in which we transact change in value over time compared to the U.S. Dollar. Such fluctuations can have a significant effect on our reported results. As such, in addition to financial measures prepared in accordance with accounting principles generally accepted in the U.S. ("U.S. GAAP"), our discussions often contain references to constant currency measures, which are calculated by translating current-year and prior-year reported amounts into comparable amounts using a single foreign exchange rate for each currency. We present constant currency financial information, which is a non-U.S. GAAP financial measure, as a supplement to our reported operating results. We use constant currency information to provide a framework for assessing how our businesses performed excluding the effects of foreign currency exchange rate fluctuations. We believe this information is useful to investors for facilitating comparisons of operating results and better identifying trends in our businesses. The constant currency performance measures should be viewed in addition to, and not in lieu of or superior to, our operating performance measures calculated in accordance with U.S. GAAP. Reconciliations between this non-U.S. GAAP financial measure and the most directly comparable U.S. GAAP measure are included in the "Results of Operations" section where applicable.

Our discussion also includes reference to comparable store sales. Comparable store sales refer to the change in sales of our stores that have been open for at least 13 full fiscal months. Sales from our digital commerce sites are also included within comparable sales for those geographies that have been serviced by the related site for at least 13 full fiscal months. Sales for stores or digital commerce sites that are closed or shut down during the year are excluded from the calculation of comparable store sales. Sales for stores that are either relocated, enlarged (as defined by gross square footage expansion of 25% or greater), or generally closed for 30 or more consecutive days for renovation are also excluded from the calculation of comparable store sales until such stores have been operating in their new location or in their newly renovated state for at least 13 full fiscal months. All comparable store sales metrics are calculated on a constant currency basis.

Our "Results of Operations" discussion that follows includes the significant changes in operating results arising from these items affecting comparability. However, unusual items or transactions may occur in any period. Accordingly, investors and other financial statement users should consider the types of events and transactions that have affected operating trends.

RESULTS OF OPERATIONS

Three Months Ended June 29, 2024 Compared to Three Months Ended July 1, 2023

The following table summarizes our results of operations and expresses the percentage relationship to net revenues of certain financial statement captions. All percentages shown in the below table and the discussion that follows have been calculated using unrounded numbers.

	Three Months Ended			
	June 29, 2024	July 1, 2023	$ Change	% / bps Change
	(millions, except per share data)			
Net revenues	$ 1,512.2	$ 1,496.5	$ 15.7	1.1 %
Cost of goods sold	(446.4)	(464.5)	18.1	(3.9 %)
Gross profit	1,065.8	1,032.0	33.8	3.3 %
Gross profit as % of net revenues	*70.5 %*	*69.0 %*		*150 bps*
Selling, general, and administrative expenses	(849.9)	(830.0)	(19.9)	2.4 %
SG&A expenses as % of net revenues	*56.2 %*	*55.5 %*		*70 bps*
Restructuring and other charges, net	(7.4)	(35.6)	28.2	(79.1 %)
Operating income	208.5	166.4	42.1	25.3 %
Operating income as % of net revenues	*13.8 %*	*11.1 %*		*270 bps*
Interest expense	(10.9)	(10.0)	(0.9)	9.2 %
Interest income	20.1	15.7	4.4	28.0 %
Other expense, net	(1.1)	(1.5)	0.4	(27.0 %)
Income before income taxes	216.6	170.6	46.0	27.0 %
Income tax provision	(48.0)	(38.5)	(9.5)	24.5 %
Effective tax rate[(a)]	*22.1 %*	*22.6 %*		*(50 bps)*
Net income	$ 168.6	$ 132.1	$ 36.5	27.7 %
Net income per common share:				
Basic	$ 2.67	$ 2.01	$ 0.66	32.8 %
Diluted	$ 2.61	$ 1.96	$ 0.65	33.2 %

(a) Effective tax rate is calculated by dividing the income tax provision by income before income taxes.

Net Revenues. Net revenues increased by $15.7 million, or 1.1%, to $1.512 billion during the three months ended June 29, 2024 as compared to the three months ended July 1, 2023, including unfavorable foreign currency effects of $26.1 million. On a constant currency basis, net revenues increased by $41.8 million, or 2.8%, driven by our direct-to-consumer channels and international businesses.

The following table summarizes the percentage change in our consolidated comparable store sales for the three months ended June 29, 2024 as compared to the prior fiscal year period:

	% Change
Digital commerce	5 %
Brick and mortar	5 %
Total comparable store sales	5 %

Our global average store count decreased by 16 stores and concession shops during the three months ended June 29, 2024 compared with the three months ended July 1, 2023, largely driven by strategic store closures in North America and Asia.

	June 29, 2024	July 1, 2023
Freestanding Stores:		
North America	228	237
Europe	103	104
Asia	234	219
Total freestanding stores	565	560
Concession Shops:		
North America	1	1
Europe	27	27
Asia	669	693
Total concession shops	697	721
Total stores	1,262	1,281

In addition to our stores, we sell products online in North America, Europe, and Asia through our various digital commerce sites, as well as through our Ralph Lauren app in the U.S. We also sell products online through various third-party digital partner commerce sites, primarily in Asia.

Net revenues for our segments, as well as a discussion of the changes in each reportable segment's net revenues from the comparable prior fiscal year period, are provided below:

	Three Months Ended		$ Change	Foreign Exchange Impact	$ Change	% Change	
	June 29, 2024	July 1, 2023	As Reported		Constant Currency	As Reported	Constant Currency
			(millions)				
Net Revenues:							
North America	$ 608.2	$ 631.7	$ (23.5)	$ (0.5)	$ (23.0)	(3.7 %)	(3.6 %)
Europe	479.1	450.5	28.6	(3.7)	32.3	6.3 %	7.2 %
Asia	390.9	377.5	13.4	(21.9)	35.3	3.6 %	9.4 %
Other non-reportable segments	34.0	36.8	(2.8)	—	(2.8)	(7.5 %)	(7.5 %)
Total net revenues	$ 1,512.2	$ 1,496.5	$ 15.7	$ (26.1)	$ 41.8	1.1 %	2.8 %

North America net revenues — Net revenues decreased by $23.5 million, or 3.7%, during the three months ended June 29, 2024 as compared to the three months ended July 1, 2023. On a constant currency basis, net revenues decreased by $23.0 million, or 3.6%.

The $23.5 million decline in North America net revenues was driven by:

- a $29.2 million decline related to our North America wholesale business driven by receipt timing shifts and planned reductions in excess product sales within the off-price wholesale channel.

This decline was partially offset by:

- a $5.7 million increase related to our North America retail business. On a constant currency basis, net revenues increased by $6.1 million, reflecting increases of $4.4 million in comparable store sales and $1.7 million in non-comparable store sales. The following table summarizes the percentage change in comparable store sales related to our North America retail business:

	% Change
Digital commerce	(4 %)
Brick and mortar	3 %
Total comparable store sales	1 %

Europe net revenues — Net revenues increased by $28.6 million, or 6.3%, during the three months ended June 29, 2024 as compared to the three months ended July 1, 2023. On a constant currency basis, net revenues increased by $32.3 million, or 7.2%.

The $28.6 million increase in Europe net revenues was driven by:

- an $18.4 million increase related to our Europe retail business, inclusive of unfavorable foreign currency effects of $2.0 million. On a constant currency basis, net revenues increased by $20.4 million, reflecting increases of $18.3 million in comparable store sales and $2.1 million in non-comparable store sales. The following table summarizes the percentage change in comparable store sales related to our Europe retail business:

	% Change
Digital commerce	14 %
Brick and mortar	7 %
Total comparable store sales	8 %

- a $10.2 million increase related to our Europe wholesale business largely driven by stronger re-order trends more than offsetting the negative impacts from timing receipt shifts and unfavorable foreign currency effects of $1.7 million.

Asia net revenues — Net revenues increased by $13.4 million, or 3.6%, during the three months ended June 29, 2024 as compared to the three months ended July 1, 2023. On a constant currency basis, net revenues increased by $35.3 million, or 9.4%.

The $13.4 million increase in Asia net revenues was driven by:

- an $18.7 million increase related to our Asia retail business, inclusive of unfavorable foreign currency effects of $20.7 million. On a constant currency basis, net revenues increased by $39.4 million, reflecting increases of $26.0 million in comparable store sales and $13.4 million in non-comparable store sales. The following table summarizes the percentage change in comparable store sales related to our Asia retail business:

	% Change
Digital commerce	21 %
Brick and mortar	7 %
Total comparable store sales	9 %

This increase was partially offset by a $5.3 million decline related to our Asia wholesale business, inclusive of unfavorable foreign currency effects of $1.2 million.

Gross Profit. Gross profit increased by $33.8 million, or 3.3%, to $1.066 billion for the three months ended June 29, 2024, including unfavorable foreign currency effects of $24.8 million. Gross profit as a percentage of net revenues increased to 70.5% for the three months ended June 29, 2024 from 69.0% for the three months ended July 1, 2023. The 150 basis point increase was primarily driven by favorable product, channel, and geographic mix shifts, lower cotton costs, and AUR growth, partially offset by higher other product costs and unfavorable foreign currency effects.

Gross profit as a percentage of net revenues is dependent upon a variety of factors, including changes in the relative sales mix among distribution channels, changes in the mix of products sold, pricing, the timing and level of promotional activities, foreign currency exchange rates, and fluctuations in product costs. These factors, among others, may cause gross profit as a percentage of net revenues to fluctuate from period to period.

Selling, General, and Administrative Expenses. SG&A expenses include costs relating to compensation and benefits, rent and occupancy, marketing and advertising, distribution, information technology, legal, depreciation and amortization, bad debt, and other selling and administrative costs. SG&A expenses increased by $19.9 million, or 2.4%, to $849.9 million for the three months ended June 29, 2024, including favorable foreign currency effects of $13.8 million. SG&A expenses as a percentage of net revenues increased to 56.2% for the three months ended June 29, 2024 from 55.5% for the three months ended July 1, 2023. The 70 basis point increase was driven by higher marketing investments due to the planned timing of key campaign events.

The $19.9 million increase in SG&A expenses was driven by:

	Three Months Ended June 29, 2024 Compared to Three Months Ended July 1, 2023 (millions)
SG&A expense category:	
Marketing and advertising expenses	$ 16.4
Other	3.5
Total net increase in SG&A expenses	$ 19.9

Restructuring and Other Charges, Net. During the three-month periods ended June 29, 2024 and July 1, 2023, we recorded net restructuring charges of $3.3 million and $30.5 million, respectively, primarily consisting of severance and benefits costs, as well as other charges of $2.8 million and $5.1 million, respectively, primarily related to rent and occupancy costs associated with certain previously exited real estate locations in connection with our restructuring activities for which the related lease agreements have not yet expired. In addition, during the three months ended June 29, 2024, we recorded other charges of $2.3 million in connection with our Next Generation Transformation project (refer to *"Recent Developments"* for additional discussion) and other income of $1.0 million related to consideration received from Regent, L.P. in connection with our previously sold Club Monaco business. See Note 7 to the accompanying consolidated financial statements.

Operating Income. Operating income increased by $42.1 million, or 25.3%, to $208.5 million for the three months ended June 29, 2024, reflecting unfavorable foreign currency effects of $11.0 million. Our operating results during the three-month periods ended June 29, 2024 and July 1, 2023 were negatively impacted by net restructuring-related charges and certain other charges (benefits) totaling $7.4 million and $33.7 million, respectively. Operating income as a percentage of net revenues was 13.8% for the three months ended June 29, 2024, reflecting a 270 basis point increase from the prior fiscal year period. The increase in operating income as a percentage of net revenues was primarily driven by the increase in our gross margin, as well as lower net restructuring-related charges and certain other charges (benefits) recorded during the three months ended June 29, 2024 as compared to the prior fiscal year period, partially offset by the increase in SG&A expenses as a percentage of net revenues, all as previously discussed.

Operating income and margin for our segments, as well as a discussion of the changes in each reportable segment's operating margin from the comparable prior fiscal year period, are provided below:

	Three Months Ended					
	June 29, 2024		July 1, 2023			
	Operating Income (millions)	Operating Margin	Operating Income (millions)	Operating Margin	$ Change (millions)	Margin Change
Segment:						
North America	$ 119.8	19.7%	$ 125.3	19.8%	$ (5.5)	(10 bps)
Europe	120.6	25.2%	97.2	21.6%	23.4	360 bps
Asia	107.2	27.4%	93.3	24.7%	13.9	270 bps
Other non-reportable segments	29.6	87.1%	33.8	91.9%	(4.2)	(480 bps)
	377.2		349.6		27.6	
Unallocated corporate expenses	(161.3)		(147.6)		(13.7)	
Unallocated restructuring and other charges, net	(7.4)		(35.6)		28.2	
Total operating income	$ 208.5	13.8%	$ 166.4	11.1%	$ 42.1	270 bps

North America operating margin declined by 10 basis points, primarily due to the unfavorable impact of approximately 40 basis points attributable to channel mix and the unfavorable impact of 20 basis points attributable to the absence of non-routine inventory benefits recorded during the three months ended June 29, 2024 as compared to the prior fiscal year period. This decline in overall operating margin was partially offset by the net favorable impact of approximately 50 basis points driven by an increase in gross margin, partially offset by an increase in SG&A expenses as a percentage of net revenues.

Europe operating margin improved by 360 basis points, primarily due to the net favorable impact of approximately 420 basis points driven by an increase in gross margin, partially offset by an increase in SG&A expenses as a percentage of net revenues. The overall improvement in operating margin was partially offset by unfavorable foreign currency effects of 50 basis points, as well as the unfavorable impact of 10 basis points attributable to the absence of bad debt expense reversals recorded during the three months ended June 29, 2024 as compared to the prior fiscal year period.

Asia operating margin improved by 270 basis points, primarily due to the net favorable impact of approximately 330 basis points largely driven by a decline in SG&A expenses as a percentage of net revenues and an increase in gross margin. This overall improvement in operating margin was partially offset by unfavorable foreign currency effects of 30 basis points and the unfavorable impact of approximately 30 basis points attributable to channel mix.

Unallocated corporate expenses increased by $13.7 million to $161.3 million during the three months ended June 29, 2024. The increase in unallocated corporate expenses was due to higher marketing and advertising expenses of $7.9 million, lower intercompany sourcing commission income of $4.4 million (which is offset at the segment level and eliminated in consolidation), higher non-income taxes of $3.1 million, and higher other expenses of $4.4 million, partially offset by lower rent and occupancy expenses of $6.1 million.

Unallocated restructuring and other charges, net decreased by $28.2 million to $7.4 million during the three months ended June 29, 2024, as previously discussed above and in Note 7 to the accompanying consolidated financial statements.

Non-operating Income (Expense), Net. Non-operating income (expense), net is comprised of interest expense, interest income, and other income (expense), net, which includes foreign currency gains (losses), equity in income (losses) from our equity-method investees, and other non-operating expenses. During the three months ended June 29, 2024, we reported non-operating income, net of $8.1 million as compared to $4.2 million during the three months ended July 1, 2023. The $3.9 million increase in non-operating income, net was mainly due to a $4.4 million increase in interest income driven by the higher average on-hand cash, cash equivalents, and short-term investments balance during the current fiscal year period as compared to the prior fiscal year period and higher interest rates in financial markets.

Income Tax Provision. The income tax provision represents federal, foreign, state and local income taxes. Our effective tax rate will change from period to period based on various factors including, but not limited to, the geographic mix of earnings, the timing and amount of foreign dividends, enacted tax legislation, state and local taxes, tax audit findings and settlements, and the interaction of various global tax strategies.

The income tax provision and effective tax rate for the three months ended June 29, 2024 were $48.0 million and 22.1%, respectively, compared to $38.5 million and 22.6%, respectively, for the three months ended July 1, 2023. The $9.5 million increase in our income tax provision was primarily driven by an increase in our pretax income, partially offset by a 50 basis point decline in our effective tax rate. The decline in our effective tax rate was primarily due to the impact of favorable state and local tax credits received during the three months ended June 29, 2024. See Note 8 to the accompanying consolidated financial statements.

Net Income. Net income increased to $168.6 million for the three months ended June 29, 2024, from $132.1 million for the three months ended July 1, 2023. The $36.5 million increase in net income was primarily due to the increases in our operating income and non-operating income, net, partially offset by an increase in our income tax provision, all as previously discussed. Our operating results during the three-month periods ended June 29, 2024 and July 1, 2023 were negatively impacted by net restructuring-related charges and certain other charges (benefits) totaling $7.4 million and $33.7 million, respectively, which had an after-tax effect of reducing net income by $6.0 million and $25.9 million, respectively.

Net Income per Diluted Share. Net income per diluted share increased to $2.61 for the three months ended June 29, 2024, from $1.96 for the three months ended July 1, 2023. The $0.65 per share increase was primarily driven by the higher level of net income, as previously discussed, and lower weighted-average diluted shares outstanding during the three months ended June 29, 2024 driven by our share repurchases during the last twelve months. Net income per diluted share for the three-month periods ended June 29, 2024 and July 1, 2023 were also negatively impacted by $0.09 per share and $0.38 per share, respectively, attributable to net restructuring-related charges and certain other charges (benefits), as previously discussed.

FINANCIAL CONDITION AND LIQUIDITY

Financial Condition

The following table presents our financial condition as of June 29, 2024 and March 30, 2024:

	June 29, 2024	March 30, 2024	$ Change
	(millions)		
Cash and cash equivalents	$ 1,586.9	$ 1,662.2	$ (75.3)
Short-term investments	173.6	121.0	52.6
Long-term debt[a]	(1,141.1)	(1,140.5)	(0.6)
Net cash and short-term investments	$ 619.4	$ 642.7	$ (23.3)
Equity	$ 2,367.0	$ 2,450.3	$ (83.3)

[a] See Note 9 to the accompanying consolidated financial statements for discussion of the carrying values of our debt.

The decrease in our net cash and short-term investments position at June 29, 2024 as compared to March 30, 2024 was primarily due to our use of cash to support Class A common stock repurchases of $201.2 million, including withholdings in satisfaction of tax obligations for stock-based compensation awards, to make dividend payments of $47.5 million, to invest in our business through $33.4 million in capital expenditures, and the unfavorable effect of exchange rate changes on our cash, cash equivalents, and restricted cash of $13.1 million, partially offset by our operating cash flows of $277.3 million.

The decrease in our equity was attributable to our share repurchase activity and dividends declared during the three months ended June 29, 2024, partially offset by our comprehensive income and the net impact of stock-based compensation arrangements.

Cash Flows

The following table details our cash flows for the three-month periods ended June 29, 2024 and July 1, 2023:

	Three Months Ended		
	June 29, 2024	July 1, 2023	$ Change
	(millions)		
Net cash provided by operating activities	$ 277.3	$ 270.7	$ 6.6
Net cash used in investing activities	(87.6)	(77.5)	(10.1)
Net cash used in financing activities	(253.6)	(112.0)	(141.6)
Effect of exchange rate changes on cash, cash equivalents, and restricted cash	(13.1)	(3.9)	(9.2)
Net increase (decrease) in cash, cash equivalents, and restricted cash	$ (77.0)	$ 77.3	$ (154.3)

Net Cash Provided by Operating Activities. Net cash provided by operating activities was $277.3 million during the three months ended June 29, 2024, as compared to $270.7 million during the three months ended July 1, 2023. The $6.6 million net increase in cash provided by operating activities was due to an increase in net income before non-cash charges, partially offset by a net unfavorable change related to our operating assets and liabilities, including our working capital, as compared to the prior fiscal year period.

The net unfavorable change related to our operating assets and liabilities, including our working capital, was primarily driven by:

- an unfavorable change related to our prepaid expenses and other current assets largely driven by the timing of cash payments;

- an unfavorable change related to our accounts receivable, largely driven by a decline in wholesale net revenues and timing of cash receipts; and

- an unfavorable change in inventory driven by higher in-transit inventory, as well as higher product and freight costs.

These decreases related to our operating assets and liabilities were partially offset by:

- a favorable change in our accounts payable driven by the timing of cash payments, partially offset by a net unfavorable change in accrued liabilities largely driven by our restructuring reserve due to a decrease in restructuring charges recorded during the current fiscal year period as compared to the prior fiscal year period.

Net Cash Used in Investing Activities. Net cash used in investing activities was $87.6 million during the three months ended June 29, 2024, as compared $77.5 million during the three months ended July 1, 2023. The $10.1 million net increase in cash used in investing activities was primarily driven by:

- a $17.3 million increase in purchases of investments, less proceeds from sales and maturities of investments. During the three months ended June 29, 2024, we made net investment purchases of $55.2 million, as compared to $37.9 million during the three months ended July 1, 2023.

This increase in cash used in investing activities was partially offset by:

- a $6.2 million decrease in capital expenditures. During the three months ended June 29, 2024, we spent $33.4 million on capital expenditures, as compared to $39.6 million during the three months ended July 1, 2023. Our capital expenditures during the three months ended June 29, 2024 primarily related to store openings and renovations, as well as enhancements to our information technology systems.

Over the course of Fiscal 2025, we expect to spend approximately $300 million to $325 million on capital expenditures primarily related to store opening and renovations, as well as enhancements to our information technology systems (including those related to our Next Generation Transformation project) and corporate office renovations.

Net Cash Used in Financing Activities. Net cash used in financing activities was $253.6 million during the three months ended June 29, 2024, as compared to $112.0 million during the three months ended July 1, 2023. The $141.6 million net increase in cash used in financing activities was primarily driven by:

- a $144.4 million increase in cash used to repurchase shares of our Class A common stock. During the three months ended June 29, 2024, we used $176.0 million to repurchase shares of our Class A common stock pursuant to our common stock repurchase program, and an additional $25.2 million in shares of our Class A common stock were surrendered or withheld in satisfaction of withholding taxes in connection with the vesting of awards under our long-term stock incentive plans. On a comparative basis, during the three months ended July 1, 2023, we used $50.0 million to repurchase shares of our Class A common stock pursuant to our common stock repurchase program, and an additional $6.8 million in shares of our Class A common stock were surrendered or withheld for taxes.

Sources of Liquidity

Our primary sources of liquidity are the cash flows generated from our operations, our available cash and cash equivalents and short-term investments, availability under our credit and overdraft facilities and commercial paper program, and other available financing options.

During the three months ended June 29, 2024, we generated $277.3 million of net cash flows from our operations. As of June 29, 2024, we had $1.761 billion in cash, cash equivalents, and short-term investments, of which $1.179 billion were held by our subsidiaries domiciled outside the U.S. We are not dependent on foreign cash to fund our domestic operations. Undistributed foreign earnings generated on or before December 31, 2017 that were subject to the one-time mandatory transition tax in connection with U.S. tax legislation commonly referred to as the Tax Cuts and Jobs Act (the "TCJA") are not considered to be permanently reinvested and may be repatriated to the U.S. in the future with minimal or no additional U.S. taxation. We intend to permanently reinvest undistributed foreign earnings generated after December 31, 2017 that were not subject to the one-time mandatory transition tax. However, if our plans change and we choose to repatriate post-2017 earnings to the U.S. in the future, we would be subject to applicable U.S. and foreign taxes.

The following table presents the total availability, borrowings outstanding, and remaining availability under our credit and overdraft facilities and Commercial Paper Program as of June 29, 2024:

Description[a]	June 29, 2024 Total Availability	June 29, 2024 Borrowings Outstanding	June 29, 2024 Remaining Availability
	(millions)		
Global Credit Facility and Commercial Paper Program[b]	$ 750	$ 12 [c]	$ 738
Pan-Asia Credit Facilities	35	—	35
Japan Overdraft Facility	31	—	31

(a) As defined in Note 9 to the accompanying consolidated financial statements.

(b) Borrowings under the Commercial Paper Program are supported by the Global Credit Facility. Accordingly, we do not expect combined borrowings outstanding under the Commercial Paper Program and the Global Credit Facility to exceed $750 million.

(c) Represents outstanding letters of credit for which we were contingently liable under the Global Credit Facility as of June 29, 2024.

We believe that the Global Credit Facility is adequately diversified with no undue concentration in any one financial institution. In particular, as of June 29, 2024, there were seven financial institutions participating in the Global Credit Facility, with no one participant maintaining a maximum commitment percentage in excess of 20%. In accordance with the terms of the agreement, we have the ability to expand our borrowing availability under the Global Credit Facility to $1.500 billion through the full term of the facility, subject to the agreement of one or more new or existing lenders under the facility to increase their commitments.

Borrowings under the Pan-Asia Credit Facilities and Japan Overdraft Facility (collectively, the "Pan-Asia Borrowing Facilities") are guaranteed by the parent company and are granted at the sole discretion of the participating banks (as described within Note 9 to the accompanying consolidated financial statements), subject to availability of the respective banks' funds and satisfaction of certain regulatory requirements. We have no reason to believe that the participating institutions will be unable to fulfill their obligations to provide financing in accordance with the terms of the Global Credit Facility and the Pan-Asia Borrowing Facilities in the event of our election to draw additional funds in the foreseeable future.

Our sources of liquidity are used to fund our ongoing cash requirements, including working capital requirements, global retail store and digital commerce expansion, construction and renovation of shop-within-shops, investment in infrastructure, including technology, acquisitions, payment of dividends, debt repayments, Class A common stock repurchases, settlement of contingent liabilities (including uncertain tax positions), and other corporate activities, including our restructuring actions. We believe that our existing sources of cash, the availability under our credit facilities, and our ability to access capital markets will be sufficient to support our operating, capital, and debt service requirements for the foreseeable future, the ongoing development of our businesses, and our plans for further business expansion. However, prolonged periods of adverse economic conditions or business disruptions in any of our key regions, or a combination thereof, such as those resulting from pandemic diseases and other catastrophic events, could impede our ability to pay our obligations as they become due or return value to our shareholders, as well as delay previously planned expenditures related to our operations.

See Note 9 to the accompanying consolidated financial statements and Note 11 of the Fiscal 2024 10-K for additional information relating to our credit facilities.

Supplier Finance Program

We support a voluntary supplier finance program which provides certain of our inventory suppliers the opportunity, at their sole discretion, to sell their receivables due from us (which are generally due within 90 days) to a participating financial institution in exchange for receipt of a discounted payment amount made earlier than the payment term stipulated between us and the supplier. Our vendor payment terms and amounts due are not impacted by a supplier's decision to participate in the program. We have not pledged any assets and do not provide guarantees under the supplier finance program. Our payment obligations outstanding under our supplier finance program were $210.7 million and $129.2 million as of June 29, 2024 and March 30, 2024, respectively, and were recorded within accounts payable in the consolidated balance sheets.

Debt and Covenant Compliance

In August 2018, we completed a registered public debt offering and issued $400 million aggregate principal amount of unsecured senior notes due September 15, 2025, which bear interest at a fixed rate of 3.750%, payable semi-annually (the "3.750% Senior Notes"). In June 2020, we completed another registered public debt offering and issued an additional $500 million aggregate principal amount of unsecured senior notes that were due and repaid on June 15, 2022 with cash on hand, which bore interest at a fixed rate of 1.700%, payable semi-annually (the "1.700% Senior Notes"), and $750 million aggregate principal amount of unsecured senior notes due June 15, 2030, which bear interest at a fixed rate of 2.950%, payable semi-annually (the "2.950% Senior Notes").

The indenture and supplemental indentures governing the 3.750% Senior Notes and 2.950% Senior Notes (as supplemented, the "Indenture") contain certain covenants that restrict our ability, subject to specified exceptions, to incur certain liens; enter into sale and leaseback transactions; consolidate or merge with another party; or sell, lease, or convey all or substantially all of our property or assets to another party. However, the Indenture does not contain any financial covenants.

We have a credit facility that provides for a $750 million senior unsecured revolving line of credit through June 30, 2028, which may be used for working capital needs, capital expenditures, certain investments, general corporate purposes, and for funding of acquisitions, as well as used to support the issuance of letters of credit and the maintenance of the Commercial Paper Program (the "Global Credit Facility"). Borrowings under the Global Credit Facility may be denominated in U.S. Dollars and certain other currencies, including Euros, Hong Kong Dollars, and Japanese Yen. We have the ability to expand the borrowing availability under the Global Credit Facility to $1.500 billion, subject to the agreement of one or more new or existing lenders under the facility to increase their commitments. There are no mandatory reductions in borrowing ability throughout the term of the Global Credit Facility.

The Global Credit Facility contains a number of covenants, as described in Note 9 to the accompanying consolidated financial statements. As of June 29, 2024, no Event of Default (as such term is defined pursuant to the Global Credit Facility) has occurred under our Global Credit Facility. The Pan-Asia Borrowing Facilities do not contain any financial covenants.

See Note 9 to the accompanying consolidated financial statements and Note 11 of the Fiscal 2024 10-K for additional information relating to our debt and covenant compliance.

Common Stock Repurchase Program

On February 2, 2022, our Board of Directors approved an expansion of our existing common stock repurchase program that allowed us to repurchase up to an additional $1.500 billion of our Class A common stock, excluding related excise taxes. As of June 29, 2024, the remaining availability under our Class A common stock repurchase program was approximately $600 million. Repurchases of shares of our Class A common stock are subject to overall business and market conditions.

See Note 13 to the accompanying consolidated financial statements for additional information relating to our Class A common stock repurchase program.

Dividends

We have generally maintained a regular quarterly cash dividend program on our common stock since 2003.

On May 16, 2024, our Board of Directors approved an increase to our quarterly cash dividend on our common stock from $0.75 to $0.825 per share. The first quarterly dividend declared to reflect this increase was payable to shareholders of record at the close of business on June 28, 2024 and was paid on July 12, 2024.

We intend to continue to pay regular dividends on outstanding shares of our common stock. However, any decision to declare and pay dividends in the future will ultimately be made at the discretion of our Board of Directors and will depend on our results of operations, cash requirements, financial condition, and other factors that the Board of Directors may deem relevant, including economic and market conditions.

See Note 13 to the accompanying consolidated financial statements for additional information relating to our quarterly cash dividend program.

Material Cash Requirements

There have been no substantial changes to our material cash requirements as disclosed in our Fiscal 2024 10-K, other than those which occur in the ordinary course of business. Refer to the "*Financial Condition and Liquidity — Contractual and Other Obligations*" section of the MD&A in our Fiscal 2024 10-K for detailed disclosure of our material cash requirements as of March 30, 2024.

MARKET RISK MANAGEMENT

As discussed in Note 13 of the Fiscal 2024 10-K and Note 11 to the accompanying consolidated financial statements, we are exposed to a variety of levels and types of risks, including the impact of changes in currency exchange rates on foreign currency-denominated balances, certain anticipated cash flows of our international operations, and the value of reported net assets of our foreign operations, as well as changes in the fair value of our fixed-rate debt obligations relating to fluctuations in benchmark interest rates. Accordingly, in the normal course of business we assess such risks and, in accordance with our established policies and procedures, may use derivative financial instruments to manage and mitigate them. We do not use derivatives for speculative or trading purposes.

Given our use of derivative instruments, we are exposed to the risk that the counterparties to such contracts will fail to meet their contractual obligations. To mitigate such counterparty credit risk, it is our policy to only enter into contracts with carefully selected financial institutions based upon an evaluation of their credit ratings and certain other factors, adhering to established limits for credit exposure. Our established policies and procedures for mitigating credit risk include ongoing review and assessment of the creditworthiness of our counterparties. We also enter into master netting arrangements with counterparties, when possible, to further mitigate credit risk. As a result of the above considerations, we do not believe that we are exposed to undue concentration of counterparty risk with respect to our derivative contracts as of June 29, 2024. However, we do have in aggregate $44.7 million of derivative instruments in net asset positions held across eight creditworthy financial institutions.

Foreign Currency Risk Management

We manage our exposure to changes in foreign currency exchange rates using forward foreign currency exchange and cross-currency swap contracts. Refer to Note 11 to the accompanying consolidated financial statements for a summary of the notional amounts and fair values of our outstanding forward foreign currency exchange and cross-currency swap contracts, as well as the impact on earnings and other comprehensive income of such instruments as of June 29, 2024.

Forward Foreign Currency Exchange Contracts

We enter into forward foreign currency exchange contracts to mitigate risk related to exchange rate fluctuations on inventory transactions made in an entity's non-functional currency, the settlement of foreign currency-denominated balances, and the translation of certain foreign operations' net assets into U.S. Dollars. As part of our overall strategy for managing the level of exposure to such exchange rate risk, relating primarily to the Euro, the Japanese Yen, the South Korean Won, the Australian Dollar, the Canadian Dollar, the British Pound Sterling, the Swiss Franc, and the Chinese Renminbi, we generally hedge a portion of our related exposures anticipated over the next twelve months using forward foreign currency exchange contracts with maturities of two months to one year to provide continuing coverage over the period of the respective exposure.

Our foreign exchange risk management activities are governed by established policies and procedures. These policies and procedures provide a framework that allows for the management of currency exposures while ensuring the activities are conducted within our established guidelines. Our policies include guidelines for the organizational structure of our risk management function and for internal controls over foreign exchange risk management activities, including, but not limited to, authorization levels, transaction limits, and credit quality controls, as well as various measurements for monitoring compliance. We monitor foreign exchange risk using different techniques, including periodic review of market values and performance of sensitivity analyses.

Cross-Currency Swap Contracts

We periodically designate pay-fixed rate, receive-fixed rate cross-currency swap contracts as hedges of our net investment in certain European subsidiaries. These contracts swap U.S. Dollar-denominated fixed interest rate payments based on the contract's notional amount and the fixed rate of interest payable on certain of our senior notes for Euro-denominated fixed interest rate payments, thereby economically converting a portion of our fixed-rate U.S. Dollar-denominated senior note obligations to fixed rate Euro-denominated obligations.

See Note 3 to the accompanying consolidated financial statements for further discussion of our foreign currency exposures and the types of derivative instruments used to hedge those exposures.

Investment Risk Management

As of June 29, 2024, we had cash and cash equivalents on-hand of $1.587 billion, consisting of deposits in interest bearing accounts, investments in money market deposit accounts, and investments in time deposits with original maturities of 90 days or less. Our other significant investments included $173.6 million of short-term investments, consisting of investments in time deposits with original maturities greater than 90 days.

We actively monitor our exposure to changes in the fair value of our global investment portfolio in accordance with our established policies and procedures, which include monitoring both general and issuer-specific economic conditions, as discussed in Note 3 to the accompanying consolidated financial statements. Our investment objectives include capital preservation, maintaining adequate liquidity, diversification to minimize liquidity and credit risk, and achievement of maximum returns within the guidelines set forth in our investment policy. See Note 11 to the accompanying consolidated financial statements for further detail of the composition of our investment portfolio as of June 29, 2024.

CRITICAL ACCOUNTING POLICIES

Our significant accounting policies are described in Note 3 of the Fiscal 2024 10-K. Our estimates are often based on complex judgments, assessments of probability, and assumptions that management believes to be reasonable, but that are inherently uncertain and unpredictable. It is also possible that other professionals, applying reasonable judgment to the same set of facts and circumstances, could develop and support a range of alternative estimated amounts. For a complete discussion of our critical accounting policies, refer to the "*Critical Accounting Policies*" section of the MD&A in our Fiscal 2024 10-K.

There have been no significant changes in the application of our critical accounting policies since March 30, 2024.

RECENTLY ISSUED ACCOUNTING STANDARDS

See Note 4 to the accompanying consolidated financial statements for a description of certain recently issued accounting standards which have impacted our consolidated financial statements, or may impact our consolidated financial statements in future reporting periods.

Item 3. *Quantitative and Qualitative Disclosures about Market Risk.*

For a discussion of the Company's exposure to market risk, see "*Market Risk Management*" presented in Part I, Item 2 — MD&A of this Form 10-Q and incorporated herein by reference.

Item 4. *Controls and Procedures.*

We maintain disclosure controls and procedures that are designed to provide reasonable assurance that information required to be disclosed in the reports that we file or submit under the Securities Exchange Act of 1934 is recorded, processed, summarized, and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to management, including our principal executive and principal financial officers, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosures.

We carried out an evaluation based on criteria established in the *Internal Control — Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 Framework) under the supervision and with the participation of management, including our principal executive and principal financial officers, of the effectiveness of the design and operation of the Company's disclosure controls and procedures pursuant to Rules 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934. Based on that evaluation, our principal executive and principal financial officers have concluded that the Company's disclosure controls and procedures were effective at the reasonable assurance level as of June 29, 2024.

There has been no change in the Company's internal control over financial reporting during the fiscal quarter ended June 29, 2024 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II. OTHER INFORMATION

Item 1. ***Legal Proceedings.***

Reference is made to the information disclosed under Item 3 — "*Legal Proceedings*" in the Fiscal 2024 10-K.

Item 1A. ***Risk Factors.***

Reference is made to the information disclosed under Part I, Item 1A — "*Risk Factors*" in the Fiscal 2024 10-K, which contains a detailed discussion of certain risk factors that could materially adversely affect the Company's business, operating results, and/or financial condition. There are no material changes to the risk factors previously disclosed, nor has the Company identified any previously undisclosed risks that could materially adversely affect the Company's business, operating results, and/or financial condition.

Item 2. ***Unregistered Sales of Equity Securities and Use of Proceeds.***

(a) Sales of Unregistered Securities

Shares of the Company's Class B Common Stock may be converted immediately into Class A Common Stock on a one-for-one basis by the holder. There is no cash or other consideration paid by the holder converting the shares and, accordingly, there is no cash or other consideration received by the Company. The shares of Class A Common Stock issued by the Company in such conversions are exempt from registration pursuant to Section 3(a)(9) of the Securities Act of 1933, as amended.

No shares of the Company's Class B common stock were converted into Class A common stock during the three months ended June 29, 2024.

(b) Not Applicable

(c) Stock Repurchases

The following table sets forth the repurchases of shares of the Company's Class A common stock during the three months ended June 29, 2024:

	Total Number of Shares Purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Approximate Dollar Value of Shares That May Yet be Purchased Under the Plans or Programs[(a)] (millions)
March 31, 2024 to April 27, 2024	753,642	$ 165.47	753,642	$ 652
April 28, 2024 to May 25, 2024	—	—	—	652
May 26, 2024 to June 29, 2024	420,176 [(b)]	182.22	284,180	600
	1,173,818		1,037,822	

(a) Repurchases of shares of the Company's Class A common stock are subject to overall business and market conditions.

(b) Includes 135,996 shares surrendered to or withheld by the Company in satisfaction of withholding taxes in connection with the vesting of awards issued under its long-term stock incentive plans.

Item 5. ***Other Information.***

During the three months ended June 29, 2024, none of our directors or officers (as defined in Item 408 of Regulation S-K of the Securities Exchange Act of 1934) adopted or terminated "Rule 10b5-1 trading arrangements" or "non-Rule 10b5-1 trading arrangements" (each term as defined in Item 408 of Regulation S-K of the Securities Exchange Act of 1934).

Item 6. ***Exhibits.***

3.1	Amended and Restated Certificate of Incorporation of the Company (filed as Exhibit 3.1 to the Company's Registration Statement on Form S-1/A (File No. 333-24733) filed June 10, 1997)
3.2	Certificate of Amendment to the Amended and Restated Certificate of Incorporation of the Company (filed as Exhibit 3.1 to the Form 8-K filed August 16, 2011)
3.3	Fifth Amended and Restated By-Laws of the Company (filed as Exhibit 3.3 to the Form 10-K filed May 23, 2024)
10.1*	Amendment No. 5 to the Employment Agreement, dated August 5, 2024 between the Company and Patrice Louvet†
31.1*	Certification of Principal Executive Officer pursuant to 17 CFR 240.13a-14(a)
31.2*	Certification of Principal Financial Officer pursuant to 17 CFR 240.13a-14(a)
32.1*	Certification of Principal Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
32.2*	Certification of Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
101.INS*	Inline XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document
101.SCH*	Inline XBRL Taxonomy Extension Schema Document
101.CAL*	Inline XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF*	Inline XBRL Taxonomy Extension Definition Linkbase Document
101.LAB*	Inline XBRL Taxonomy Extension Label Linkbase Document
101.PRE*	Inline XBRL Taxonomy Extension Presentation Linkbase Document
104*	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

Exhibits 32.1 and 32.2 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liability of that Section. Such exhibits shall not be deemed incorporated by reference into any filing under the Securities Act of 1933 or Securities Exchange Act of 1934.

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* Filed herewith.
† Management contract or compensatory plan or arrangement.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

RALPH LAUREN CORPORATION

By: /s/ JUSTIN M. PICICCI

Justin M. Picicci

Chief Financial Officer

(Principal Financial and Accounting Officer)

Date: August 7, 2024

EXHIBIT 10.1

AMENDMENT NO. 5
to the
EMPLOYMENT AGREEMENT

AMENDMENT ("Amendment No. 5") dated August 5th, 2024, and made effective as of August 5th, 2024 (the "Effective Date"), by and between Ralph Lauren Corporation, a Delaware corporation (the "Company"), and Patrice Louvet (the "Executive").

WHEREAS, the Executive serves as the President and Chief Executive Officer of the Company pursuant to an Employment Agreement by and between the Company and the Executive dated May 11, 2017, as amended (the "Employment Agreement"); and

WHEREAS, the Company and the Executive wish to amend the Employment Agreement in certain respects;

NOW, THEREFORE, intending to be bound, the parties hereby agree as follows.

1. Section 2.3(b) of the Agreement is amended in its entirety to read as follows, effective as of the Effective Date:

"If the Executive's employment is terminated by reason of the Executive's death or disability, pursuant to Section 2.1(b) or 2.1(c), (i) the Corporation shall pay the Executive, or if applicable, his estate (together, hereinafter in this Section 2.3(b), "Executive"), the Accrued Benefits, (ii) a Pro Rata Actual Annual Incentive Bonus, in a lump sum when bonuses would otherwise be paid, (iii) the Executive shall immediately vest in all unvested stock options, if any, and time-based restricted stock units (or other equity awards with only service-based vesting conditions) as of the date of termination of the Executive's employment, (iv) regarding vested stock options, if any (including stock options, if any, that vest pursuant to the preceding sentence), the Executive shall have three months from the date of termination of Executive's employment to exercise such vested options, but in no event later than the expiration date of such vested options, and (v) regarding any unvested PSUs or PRSUs (or any other equity awards with performance-based vesting conditions) awarded through the date on which the Executive's employment terminates, except as provided for in Section 4.1(a): (1) any unvested PRSUs (or other performance-based equity awards with pro-rata vesting) shall vest upon the Corporation's attainment of the applicable performance goals and shall be paid out as per the terms of the Incentive Plan as soon as practicable (but in no event later than 30 days) after each applicable vesting date without regard to Executive's continued employment; and (2) any unvested PSUs (or other performance-based equity awards with cliff vesting) shall remain outstanding and shall vest at the end of the applicable performance period based on the Corporation's actual degree of achievement of the applicable performance goals provided that any such awards shall be paid in their entirety as per the terms of the Incentive Plan as soon as practicable (but in no event later than 30 days) after each applicable vesting date, without regard to Executive's continued employment. For purposes of this Agreement, the term "Pro Rata Actual Annual

Incentive Bonus" means the annual bonus based on actual results for the fiscal year in which the Executive's termination occurs, multiplied by a fraction, the numerator of which is the number of days from the first day of the fiscal year in which such termination occurs until the date of termination and the denominator of which is 365. Except as provided in this Section 2.3(b), the Corporation will have no further obligations to the Executive under this Agreement following the Executive's termination of employment under the circumstances described in this Section 2.3(b).

2. A new Section 2.5 shall be added to the Agreement, which shall read as follows, effective as of the Effective Date:

"Modified Retirement Equity Exception. Notwithstanding Section 2.4 or any other provision of this Agreement, or in the Incentive Plan, or in the terms of any other Company retirement benefit to the contrary, Executive shall continue to vest in his unvested shares in accordance with the Incentive Plan while employed by the Company in any operational role, but beginning with Fiscal 2025 Executive shall not be eligible for retirement status under the Incentive Plan with respect to unvested restricted share units with a target equity value of $2,900,000 in each of Executive's Annual Equity Awards until he reaches 55 years of age with ten (10) years of service. For Fiscal 2025 that $2,900,000 worth of equity in his Annual Equity Award will consist of 50% RSUs and 50% PSUs."

3. The first paragraph of the Section entitled "Annual Equity Award" in Exhibit 1 attached to the Employment Agreement is amended in its entirety to read as follows, effective as of the Effective Date

"Beginning Fiscal 2025, target equity value of $14,000,000 to be granted annually at the same time as annual awards to other executives, normally in August but may be earlier or later, and under the terms of the Ralph Lauren Corporation 2019 Long-Term Stock Incentive Plan, or any successor thereto (the "Plan"), as approved each year by the Talent, Culture and Total Rewards Committee of the Board of Directors ("Committee"), including grant structure, type of awards, conversion of value to actual number of shares, and other applicable factors as determined by the Committee in its discretion."

4. Except as amended and/or modified by this Amendment No. 5, the Employment Agreement is hereby ratified and confirmed and all other terms of the Employment Agreement shall remain in full force and effect, unaltered and unchanged by this Amendment No. 5.

IN WITNESS WHEREOF, the Company has caused this Amendment No. 5 to be duly executed and the Executive has hereunto set his hand on the date first set forth above, as of the Effective Date.

RALPH LAUREN CORPORATION

By: /s/ Linda Findley
Name: Linda Findley
Chair of the Talent, Culture and Total Rewards Committee

EXECUTIVE
/s/ Patrice Louvet
Name: Patrice Louvet

EXHIBIT 31.1

CERTIFICATION

I, Patrice Louvet, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Ralph Lauren Corporation;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent function):

   a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ PATRICE LOUVET

Patrice Louvet
President and Chief Executive Officer
(Principal Executive Officer)

Date: August 7, 2024

EXHIBIT 31.2

CERTIFICATION

I, Justin M. Picicci, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Ralph Lauren Corporation;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent function):

   a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ JUSTIN M. PICICCI

Justin M. Picicci
Chief Financial Officer
(Principal Financial and Accounting Officer)

Date: August 7, 2024

EXHIBIT 32.1

Certification of Patrice Louvet Pursuant to 18 U.S.C. Section 1350,
as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report of Ralph Lauren Corporation (the "Company") on Form 10-Q for the period ended June 29, 2024, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Patrice Louvet, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ PATRICE LOUVET

Patrice Louvet
President and Chief Executive Officer
(Principal Executive Officer)

Date: August 7, 2024

A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signature that appears in typed form within the electronic version of this written statement required by Section 906, has been provided to Ralph Lauren Corporation and will be retained by Ralph Lauren Corporation and furnished to the Securities and Exchange Commission or its staff upon request.

EXHIBIT 32.2

Certification of Justin M. Picicci Pursuant to 18 U.S.C. Section 1350,
as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report of Ralph Lauren Corporation (the "Company") on Form 10-Q for the period ended June 29, 2024, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Justin M. Picicci, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ JUSTIN M. PICICCI

Justin M. Picicci
Chief Financial Officer
(Principal Financial and Accounting Officer)

Date: August 7, 2024

A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signature that appears in typed form within the electronic version of this written statement required by Section 906, has been provided to Ralph Lauren Corporation and will be retained by Ralph Lauren Corporation and furnished to the Securities and Exchange Commission or its staff upon request.