

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) **July 30, 2020**

**Ralph Lauren Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**001-13057**

(Commission  
File Number)

**13-2622036**

(I.R.S. Employer  
Identification No.)

**650 Madison Avenue,  
New York, New York**

(Address of principal executive offices)

**10022**

(Zip Code)

**(212) 318-7000**

(Registrant's telephone number, including area code)

NOT APPLICABLE

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

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

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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.

**ITEM 5.07. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.**

- (a) The Annual Meeting of Stockholders of Ralph Lauren Corporation (the “Company”) was held on July 30, 2020.
- (b) The stockholders (i) elected all of the Company’s nominees for director to serve until the Company’s 2021 Annual Meeting of Stockholders; (ii) ratified the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending March 27, 2021; and (iii) approved, on an advisory basis, the compensation of the Company’s named executive officers and the Company’s compensation philosophy, policies and practices.

Each person duly elected as a director received the number of votes indicated beside his or her name below. Class A directors are elected by the holders of Class A Common Stock and Class B directors are elected by holders of Class B Common Stock. Except for the election of directors, the Class A Common Stock and Class B Common Stock vote together as a single class on all matters presented for the consideration of our stockholders. Each owner of record of Class A Common Stock on the record date is entitled to one vote for each share. Each owner of record of Class B Common Stock on the record date is entitled to ten votes for each share.

## 1. Election of Directors:

<b>Class A Directors</b>	<b>Number of Votes For</b>	<b>Number of Votes Withheld</b>	<b>Non-Votes</b>
Frank A. Bennack, Jr.	36,064,331	4,307,029	2,526,493
Michal A. George	39,351,512	1,019,848	2,526,493
Hubert Joly	39,194,139	1,177,221	2,526,493

<b>Class B Directors</b>	<b>Number of Votes For</b>	<b>Number of Votes Withheld</b>	<b>Non-Votes</b>
Ralph Lauren	248,812,760	0	0
David Lauren	248,812,760	0	0
Patrice Louvet	248,812,760	0	0
Angela Ahrendts	248,812,760	0	0
John R. Alchin	248,812,760	0	0
Joel L. Fleishman	248,812,760	0	0
Linda Findley Kozlowski	248,812,760	0	0
Judith A. McHale	248,812,760	0	0
Darren Walker	248,812,760	0	0

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2. Ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending March 27, 2021.

<b>Number of Votes For</b>	<b>Number of Votes Against</b>	<b>Abstentions</b>
290,779,325	910,496	20,792

3. Approval, on an advisory basis, of the compensation of the Company's named executive officers and the Company's compensation philosophy, policies and practices.

<b>Number of Votes For</b>	<b>Number of Votes Against</b>	<b>Abstentions</b>	<b>Non-Votes</b>
281,422,102	7,613,655	148,363	2,526,493

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**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 hereunto duly authorized.

**RALPH LAUREN CORPORATION**

Date: August 5, 2020

By: /s/ Jane Hamilton Nielsen

Name: Jane Hamilton Nielsen

Title: Chief Operating Officer and Chief Financial Officer

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