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

SCHEDULE 13G

(Amendment No. 1)

Under the Securities and Exchange Act of 1934

POLO RALPH LAUREN CORPORATION

(Name of Issuer)

CLASS A COMMON STOCK, PAR VALUE \$.01 PER SHARE

(Title of Class of Securities)

731572 10 3

(CUSIP Number)

June 13, 2001

(Date of Event Which Requires Filing of this Statement)

Check	the	appropriate	ו אטע	LU	designate	the	rute	pursuant	LU	MUTCH	LIITS	Schedate
is fi	led:											

[\_] Rule 13d-1(b)

[\_] Rule 13d-1(c)

[X] Rule 13d-1(d)

BENEFICIALLY

OWNED

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

	No.731572 10		Page 2 of 8 Pages
1.	NAME OF REPORT		
	Ralph Laure	n	
2.	CHECK THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	
			(a) [_] (b) [_]
3.	SEC USE ONLY		
4.	CITIZENSHIP OR	PLACE OF ORGANIZATION	
	United Stat	es of America	
	MBER OF 5.	SOLE VOTING POWER 29,802,449 (representing 28,802,449 shares Common Stock, par value \$.01 per share, imm convertible into an equal number of shares	of Class B nediately

Common Stock, and options representing the right to acquire 1,000,000 shares of Class A Common Stock at a

weighted average price of \$24.40625 per share)

BY EACH		6.	SHARED VOTING POWER 14,477,572 (representing 14,477,572 shares of Class B Common					
REP	ORTING		Stock, par value \$.01 per share, immediately convertible into an equal number of shares of Class A Common Stock)					
PE	RSON	7.	SOLE DISPOSITIVE POWER					
WITH			29,802,449 (representing 28,802,449 shares of Class B Common Stock, par value \$.01 per share, immediately convertible into an equal number of shares of Class A Common Stock, and options representing the right to acquire 1,000,000 shares of Class A Common Stock at a weighted average price of \$24.40625 per share)					
		8.	SHARED DISPOSITIVE POWER 14,477,572 (representing 14,477,572 shares of Class B Common Stock, par value \$.01 per share, immediately conmvertible into an equal number of shares of Class A Common Stock)					
 9.	ACCRECATE		JNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9.	44,280,02 value \$.0 shares of acquire 1	21(rep 01 per Clas L,000,	oresenting 43,280,021 shares of Class B Common Stock, par r share, immediately convertible into an equal number of ss A Common Stock, and options representing the right to ,000 shares of Class A Common Stock at a weighted average 40625 per share)					
10.	CHECK BOX	( IF T	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
			[_]					
11.	PERCENT (	F CLA	ASS REPRESENTED BY AMOUNT IN ROW 9					
	58.1%							
12.	TYPE OF F	REPORT	TING PERSON					
	IN							

CUSIP N	No.73157	2 10	3 136	Page 3 of 8 Pages
		EPORT	ING PERSON ICATION NO. OF ABOVE PERSON (ENTITIE	
	RL Hol	ding,	L.P.	
2. CH	HECK THE	APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(-) [ ]
				(a) [_] (b) [_]
3. SE	EC USE 0			
4. C	TIZENSH	IP OR	PLACE OF ORGANIZATION	
	Delawa	re		
NUMBE	R OF	5.	SOLE VOTING POWER	
SHARE	ES .			
BENEF	CIALLY			
OWNE	ΞD	6.	SHARED VOTING POWER	
BY EA			12,915,388 (representing 12,915,388 Stock, par value \$.01 per share, im into an equal number of shares of C	mediately convertible class A Common Stock)
REPORT PERSO		7.	SOLE DISPOSITIVE POWER 0	
WITH	1	8.	SHARED DISPOSITIVE POWER 12,915,388 (representing 12,915,388 Stock, par value \$.01 per share, im into an equal number of shares of C	mediately convertible
12 pa	2,915,38 ar value	8 (re \$.01	NT BENEFICIALLY OWNED BY EACH REPORT presenting 12,915,388 shares of Clas per share, immediately convertible es of Class A Common Stock)	s B Common Stock,
10. CH	HECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (9) EXCLU	DES CERTAIN SHARES
				[_]
11. PE	ERCENT O	F CLA	SS REPRESENTED BY AMOUNT IN ROW 9	
28	3.8%			
12. TY			ING PERSON	
PI	J			

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CUSIP No.73157	2 10	3	13G	Page 4 of 8 Pages
		ING PERSON		ENTITIES ONLY)
RL Hol	ding	Group, L.P		
 2. CHECK THE	APPR	ROPRIATE BO	X IF A MEMBER OF A G	ROUP
				(a) [_] (b) [_]
3. SEC USE 0				
4. CITIZENSH	IP OR			
Delawa	re			
NUMBER OF	5.		NG POWER	
SHARES		0		
BENEFICIALLY				
OWNED	6.		TING POWER	
BY EACH		Stock, pa	r value \$.01 per sha	115,388 shares of Class B Common are, immediately convertible as of Class A Common Stock)
REPORTING			OSITIVE POWER	
PERSON		0		
WITH	8.	12,915,38 Stock, pa	r value \$.01 per sha	115,388 shares of Class B Common are, immediately convertible as of Class A Common Stock
12,915,38 par value	8 (re \$.01	presenting per share	IALLY OWNED BY EACH 12,915,388 shares o , immediately conver s A Common Stock)	f Class B Common Stock, tible into an equal
10. CHECK BOX	IF T	HE AGGREGA	TE AMOUNT IN ROW (9)	EXCLUDES CERTAIN SHARES
				[_]
			NTED BY AMOUNT IN RO	
28.8%				
 12. TYPE OF R				
СО				

CUSIP I	No.731572	2 10 3	3 	13G		Page 5 o	f 8 Pages
			ING PERSON ICATION NO. OF AE				
	RL Fami	ily, ı	L.P.				
2. CI	HECK THE	APPR	OPRIATE BOX IF A	MEMBER OF A GR	 OUP		
						(a) [ (b) [	
3. SI	EC USE ON						
4. C	ITIZENSH	IP OR	PLACE OF ORGANIZ	ZATION			
	Delawar	re					
NUMBI	ER OF	5.	SOLE VOTING POWE	======================================			
SHARI	ES		Θ				
BENEF	ICIALLY						
OWNI	ED	6.	SHARED VOTING PO				
BY E	ACH		1,557,503 (repressions) stock, par value into an equal nu	e \$.01 per share	e, immediatel	y conver	tible
REPOR			SOLE DISPOSITIVE				
WITI	н	8.	SHARED DISPOSITION 1,557,503 (repressions) Stock, par value into an equal number of the stock of	esenting 1,557,9 e \$.01 per shar	e, immediatel	y conver	tible
1 pa	,557,503 ar value	(rep	NT BENEFICIALLY ( resenting 1,557,5 per share, immed es of Class A Con	503 shares of C diately convert	lass B Common ible into an	Stock,	
10. CI	HECK BOX	IF T	HE AGGREGATE AMOU	JNT IN ROW (9)	EXCLUDES CERT	AIN SHAR	ES
							[_]
11. PI			SS REPRESENTED BY				
4	. 6%						
12. T	2. TYPE OF REPORTING PERSON						
PI							

	(e) [_]	<pre>Investment adviser in accordance with ss.240.13d-1(b)(1)(ii)(E)</pre>
	(f) [_]	An employee benefit plan or endowment fund in accordance with ss. 240.13d-1(b)(1)(ii)(F)
	(g) [_]	A parent holding company or control person in accordance with ss. 240.13d-1(b)(ii)(G)
	(h) [_]	A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813)
	(i) [_]	A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3)
	(j) [_]	Group, in accordance with ss. 240.13d-1(b)(1)(ii)(H)
ITEM 4	OWNERSHI	Р
	See resp	onses to Items 5, 6, 7, 8, 9, and 11 of Cover Pages.
ITEM 5	OWNERSHI	P OF FIVE PERCENT OR LESS OF A CLASS
	the date benefici	statement is being filed to report the fact that as of hereof the reporting person has ceased to be the al owner of more than five percent of the class of es, check the following [_].
ITEM 6	OWNERSHI PERSON	P OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER
	Not appl	icable
ITEM 7	ACQUIR	CATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING OR CONTROL PERSON
	Not appl	icable
ITEM 8	IDENTIFI	CATION AND CLASSIFICATION OF MEMBERS OF THE GROUP
	Not appl	icable
ITEM 9	NOTICE O	F DISSOLUTION OF GROUP
	Not appl	icable
ITEM 10	CERTIFIC	ATIONS
	Not appl	icable

## SIGNATURE

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After reasonable inquiry and to the best of my knowledge and belief,  ${\tt I}$ certify that the information set forth in this statement is true, complete and correct.

Date: February 13, 2002

/s/ Ralph Lauren

RALPH LAUREN

RL HOLDING, L.P.

By: RL Holding Group, Inc., its General Partner

> By: /s/ Ralph Lauren -----

> > Name: Ralph Lauren Title: Chairman

RL HOLDING GROUP, INC.

By: /s/ Ralph Lauren

Name: Ralph Lauren Title: Chairman

RL FAMILY, L.P.

By: /s/ Ralph Lauren

Name: Ralph Lauren Title: General Partner