

-
- BY EACH REPORTING PERSON WITH
6. SHARED VOTING POWER
14,477,572 (representing 14,477,572 shares of Class B Common Stock, par value \$.01 per share, immediately convertible into an equal number of shares of Class A Common Stock)
-
7. SOLE DISPOSITIVE POWER
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 convertible into an equal number of shares of Class A Common Stock)
-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
44,280,021 (representing 43,280,021 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)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

58.1%

12. TYPE OF REPORTING PERSON

IN

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

RL Holding, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5. SOLE VOTING POWER
SHARES 0

BENEFICIALLY

OWNED 6. SHARED VOTING POWER
BY EACH 12,915,388 (representing 12,915,388 shares of Class B Common
REPORTING Stock, par value \$.01 per share, immediately convertible
PERSON into an equal number of shares of Class A Common Stock)

7. SOLE DISPOSITIVE POWER
0

WITH 8. SHARED DISPOSITIVE POWER
12,915,388 (representing 12,915,388 shares of Class B Common
Stock, par value \$.01 per share, immediately convertible
into an equal number of shares of Class A Common Stock)

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
12,915,388 (representing 12,915,388 shares of Class B Common Stock,
par value \$.01 per share, immediately convertible into an equal
number of shares of Class A Common Stock)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

28.8%

12. TYPE OF REPORTING PERSON

PN

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

RL Holding Group, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5. SOLE VOTING POWER
SHARES 0

BENEFICIALLY

OWNED 6. SHARED VOTING POWER
BY EACH 12,915,388 (representing 12,915,388 shares of Class B Common
REPORTING Stock, par value \$.01 per share, immediately convertible
PERSON into an equal number of shares of Class A Common Stock)

7. SOLE DISPOSITIVE POWER
0

WITH 8. SHARED DISPOSITIVE POWER
12,915,388 (representing 12,915,388 shares of Class B Common
Stock, par value \$.01 per share, immediately convertible
into an equal number of shares of Class A Common Stock)

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
12,915,388 (representing 12,915,388 shares of Class B Common Stock,
par value \$.01 per share, immediately convertible into an equal
number of shares of Class A Common Stock)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

28.8%

12. TYPE OF REPORTING PERSON

CO

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

RL Family, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5. SOLE VOTING POWER
SHARES 0

BENEFICIALLY

OWNED 6. SHARED VOTING POWER
BY EACH 1,557,503 (representing 1,557,503 shares of Class B Common
REPORTING Stock, par value \$.01 per share, immediately convertible
PERSON into an equal number of shares of Class A Common Stock)

7. SOLE DISPOSITIVE POWER
0

WITH 8. SHARED DISPOSITIVE POWER
1,557,503 (representing 1,557,503 shares of Class B Common
Stock, par value \$.01 per share, immediately convertible
into an equal number of shares of Class A Common Stock)

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,557,503 (representing 1,557,503 shares of Class B Common Stock,
par value \$.01 per share, immediately convertible into an equal
number of shares of Class A Common Stock)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

4.6%

12. TYPE OF REPORTING PERSON

PN

ITEM 1

- (a) Name of Issuer
Polo Ralph Lauren Corporation
- (b) Address of Issuer's Principal Executive Offices
650 Madison Avenue
New York, New York 10022

ITEM 2

- (a) Name of Person Filing
- (i) Ralph Lauren
 - (ii) RL Holding, L.P.
 - (iii) RL Holding Group, Inc.
 - (iv) RL Family, L.P.
- (b) Address of Principal Business Office or, if none, Residence
c/o Polo Ralph Lauren Corporation
650 Madison Avenue
New York, New York 10022
- (c) Citizenship
- (i) Ralph Lauren -- United States of America
 - (ii) RL Holding, L.P. -- Delaware
 - (iii) RL Holding Group, Inc. -- Delaware
 - (iv) RL Family, L.P. -- Delaware
- (d) Title of Class of Securities
Class A Common Stock, par value \$.01 per share
- (e) CUSIP Number
731572 10 3

ITEM 3

If this statement is filed pursuant to ss.ss.240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o)
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c)
- (c) Insurance Company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c)
- (d) Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8)

- (e) Investment adviser in accordance with ss.240.13d-1(b)(1)(ii)(E)
- (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 OWNERSHIP

See responses to Items 5, 6, 7, 8, 9, and 11 of Cover Pages.

ITEM 5 OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

ITEM 6 OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not applicable

ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON

Not applicable

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable

ITEM 9 NOTICE OF DISSOLUTION OF GROUP

Not applicable

ITEM 10 CERTIFICATIONS

Not applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, 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