

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>LAUREN RALPH</u> (Last) (First) (Middle) <u>650 MADISON AVE</u> (Street) <u>NEW YORK NY 10022</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>POLO RALPH LAUREN CORP</u> [<u>RL</u>]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Chairman and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/19/2005</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
<u>Class B Common Stock</u>	<u>(1)</u>	<u>12/19/2005</u>		<u>J</u> ⁽²⁾		<u>249,805</u>		<u>(1)</u>	<u>(1)</u>	<u>Class A Common Stock</u>	<u>249,805</u>	<u>\$0</u>	<u>43,280,021</u>	<u>D</u> ⁽³⁾⁽⁴⁾	

Explanation of Responses:

1. Each share of Class B Common Stock is immediately convertible on a one-for-one basis into shares of Class A Common Stock.
2. Distribution of shares of Class B Common Stock from RL Holding, L.P., a Delaware limited partnership, and RL Family L.P., a Delaware limited partnership (change from indirect to direct beneficial ownership).
3. The shares of Class B Common Stock reported as being acquired on this report are held directly by the reporting person. The reporting person also holds directly an additional 19,468,076 shares of Class B Common Stock, and indirectly beneficially owns (i) an additional 22,565 shares of Class B Common Stock held by RL Holding Group, Inc., a Delaware corporation controlled by the reporting person, (ii) an additional 11,126,939 shares of Class B Common Stock held by RL Holding, L.P., the sole general partner of which is RL Holding Group, Inc., (iii) an additional 1,557,503 shares held by RL Family, L.P., the sole general partner of which is the reporting person, (iv) 1,552,215 shares of Class B Common Stock held by Ralph Lauren and Roger N. Farah, as Trustees of The Ralph Lauren 2004 Grantor Retained Annuity Trust I dated as of December 17, 2004,
4. (v) 1,773,496 shares of Class B Common Stock held by Ralph Lauren and Roger N. Farah as Trustees of The Ralph Lauren 2004 Grantor Retained Annuity Trust II dated as of December 17, 2004, (vi) 1,865,261 shares of Class B Common Stock held by Ralph Lauren and Roger N. Farah as Trustees of The Ralph Lauren 2004 Grantor Retained Annuity Trust dated as of December 17, 2004, (vii) 1,913,966 shares held by Ralph Lauren and Roger N. Farah as Trustees of The Ralph Lauren 2004 Grantor Retained Trust IV dated as of December 17, 2004, and (viii) an aggregate of 4,000,000 shares held by various grantor retained annuity trusts established by Ricky Lauren, the reporting person's wife, of which Ricky Lauren and Roger N. Farah are the trustees.

/s/ Edward W. Scheuermann,
Attorney-in-Fact for Ralph
Lauren
12/21/2005

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.