

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 [ RL ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>12/17/2009</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	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) Other (specify below)  <u>Chairman &amp; CEO</u>  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				
Class B Common Stock	(1)	12/17/2009		J <sup>(2)</sup>			167,056	(1)	(1)	Class A Common Stock	167,056	\$0	10,310,514	I	By RL Holding, LP
Class B Common Stock	(1)	12/17/2009		J <sup>(2)</sup>		1,671		(1)	(1)	Class A Common Stock	1,671	\$0	30,729	I	By RL Holding Group, Inc.
Class B Common Stock	(1)	12/17/2009		J <sup>(2)</sup>		163,722		(1)	(1)	Class A Common Stock	163,722	\$0	1,721,225	I	By RL Family, LP
Class B Common Stock	(1)	12/17/2009		J <sup>(2)</sup>			163,722	(1)	(1)	Class A Common Stock	163,722	\$0	1,557,503	I	By RL Family, LP
Class B Common Stock	(1)	12/17/2009		J <sup>(2)</sup>		163,722		(1)	(1)	Class A Common Stock	163,722	\$0	19,348,357 <sup>(3)</sup>	D	
Class B Common Stock	(1)	12/17/2009		J <sup>(2)</sup>		1,663		(1)	(1)	Class A Common Stock	1,663	\$0	19,350,020 <sup>(3)</sup>	D	
Class B Common Stock	(1)	12/17/2009		J <sup>(4)</sup>			565,549	(1)	(1)	Class A Common Stock	565,549	\$0	0	I	By a GRAT <sup>(4)</sup>
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	5,904,966		5,904,966	I	By GRATs
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	3,183,862		3,183,862	I	By Wife's GRATs

Explanation of Responses:

1. Each share of Class B Common Stock is immediately convertible on a one-for-one basis into a share of Class A Common Stock.
2. Reflects a distribution of shares of Class B Common Stock from RL Holding, L.P., a Delaware limited partnership, to each of RL Family L.P., a Delaware limited partnership, RL Holding Group, Inc., a Delaware corporation, and the reporting person. The portion of such shares distributed to RL Family, L.P. were subsequently distributed to the reporting person.
3. Reflects a distribution to the reporting person of 631,404 shares of Class B Common Stock on December 17, 2009 from grantor retained annuity trusts of which the reporting person is a trustee.
4. Reflects a distribution of shares of Class B Common Stock on December 17, 2009 upon the termination of one of the grantor retained annuity trusts to a successor trust for the benefit of the reporting person's issue and for various trusts of which the reporting person is a grantor. The reporting person was a trustee of the terminating grantor retained annuity trust. The reporting person is not a trustee of the successor trust.

Yen D. Chu, Attorney-in-Fact 12/21/2009

\*\* 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.