

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): November 9, 2022

**RALPH LAUREN CORPORATION**  
(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or other jurisdiction of incorporation)

**001-13057**  
(Commission File Number)

**13-2622036**  
(IRS 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:

<u>Title of Each Class</u>	<u>Trading Symbol(s)</u>	<u>Name of Each Exchange on which Registered</u>
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.

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**ITEM 5.02. DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.**

On November 9, 2022, the Board of Directors (the “Board”) of Ralph Lauren Corporation (the “Company”) elected Wei Zhang as a Class B director on the Board and Darren Walker (previously a Class B director on the Board) as a Class A director on the Board, each effective November 9, 2022, to serve until the 2023 Annual Meeting of Stockholders or until her or his successor is elected and qualified or until her or his earlier death, resignation or removal. In accordance with the Company’s Amended and Restated Certificate of Incorporation, Ms. Zhang was elected to the Board by the directors who were themselves elected by the holders of the Company’s Class B Common Stock, par value \$0.01, at the last annual meeting of stockholders of the Company, and Mr. Walker was elected to the Board by the directors who were themselves elected by the holders of the Company’s publicly traded Class A Common Stock, par value \$0.01, at the last annual meeting of stockholders of the Company. Ms. Zhang was also elected to serve as a member of the Finance Committee and the Nominating, Governance, Citizenship and Sustainability Committee of the Board, effective November 9, 2022. In connection with this election, the Board determined to increase its size from twelve members to thirteen members.

There are no arrangements or understandings among either of Ms. Zhang or Mr. Walker and any other persons pursuant to which Ms. Zhang or Mr. Walker, as applicable, was selected as a director, and there have been no transactions with respect to Ms. Zhang or Mr. Walker reportable under Item 404(a) of Regulation S-K. Ms. Zhang and Mr. Walker will be entitled to the same compensation, indemnification and other benefits as other non-employee directors.

A copy of the press release announcing the election of Ms. Zhang to the Board is filed as Exhibit 99.1 hereto and incorporated by reference herein in its entirety.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Press Release, dated November 16, 2022</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

**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: November 16, 2022

By: /s/ Jane Hamilton Nielsen  
Jane Hamilton Nielsen  
Chief Operating Officer and Chief Financial Officer

## RALPH LAUREN ANNOUNCES ELECTION OF WEI ZHANG TO BOARD OF DIRECTORS

*Former President, Alibaba Pictures Group to Bring International Business Operations and Media Experience to Board*

NEW YORK – November 16, 2022 – Ralph Lauren Corporation (NYSE: RL) today announced the election of Wei Zhang, most recently Senior Advisor and prior President of Alibaba Pictures Group, to the Company's Board of Directors, effective November 9, 2022. With the election of Ms. Zhang, the Ralph Lauren Board is now comprised of 13 directors.

"One of the many strengths of our Company is the people who make up our teams, including the members of our Board," said Ralph Lauren, Executive Chairman and Chief Creative Officer. "I look forward to learning from Wei, who shares a passion for storytelling, innovation and entrepreneurialism – each representing core values for our brand."

Patrice Louvet, President and Chief Executive Officer, said, "Wei's blend of experience and knowledge in international operations – in particular Asia, business development, media and digital transformation, make her a timely and relevant addition to the Ralph Lauren Board of Directors. We look forward to benefiting from her perspective as we continue on our journey to become the Leading Luxury Lifestyle Company and execute on our *Next Great Chapter: Accelerate* strategy."

Ms. Zhang was with Alibaba Group from 2008 until 2022, most recently as Senior Advisor and President of Alibaba Pictures Group. She has held positions within Alibaba Group as Senior Vice President across investment and acquisition, corporate strategy and also led Alibaba's corporate social responsibility initiatives.

Ms. Zhang said, "I've always admired Ralph Lauren's Purpose that inspires people to dream and live the life they want to live. I look forward to joining their esteemed Board of Directors, supporting the iconic brand to deliver on their *Next Great Chapter: Accelerate* strategy."

Before joining Alibaba Group, Ms. Zhang held positions at corporations including News Corp China, CNBC China, consulting firm Bain & Company and at global conglomerate General Electric.

## ABOUT RALPH LAUREN CORPORATION

Ralph Lauren Corporation (NYSE:RL) is a global leader in the design, marketing, and distribution of luxury lifestyle products in five categories: apparel, footwear & accessories, home, fragrances and hospitality. For more than 50 years, Ralph Lauren has sought to inspire the dream of a better life through authenticity and timeless style. Its reputation and distinctive image have been developed across a wide range of products, brands, distribution channels, and international markets. The Company's brand names – which include Ralph Lauren, Ralph Lauren Collection, Ralph Lauren Purple Label, Polo Ralph Lauren, Double RL, Lauren Ralph Lauren, Polo Ralph Lauren Children, and Chaps, among others – constitute one of the world's most widely recognized families of consumer brands. For more information, go to [corporate.ralphlauren.com](http://corporate.ralphlauren.com).

## CONTACTS

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