FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPRO | VAL |
|---|------------------------|-----------|
| | OMB Number: | 3235-0287 |
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| l | hours per response: | 0.5 |

| | Check this box if no longer subject to |
|--------|--|
| \neg | 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

| 1. Name and Address of Reporting Person* BENNACK FRANK A JR | | | | | | 2. Issuer Name and Ticker or Trading Symbol POLO RALPH LAUREN CORP [RL] | | | | | | | | | hip of pplica | able) | g Pers | son(s) to Iss | |
|--|---|--|---|---------|-----------|---|--|--------|---|-------|-------------------------------|--|--|---|----------------------|--|---------------------|--|--|
| (Last) (First) (Middle) THE HEARST CORPORATION 1345 AVENUE OF AMERICAS | | | | | | Date o /01/2 | | t Tran | saction (Moi | nth/C | Day/Year) | | | ficer (low) | give title | | Other (: below) | specify | |
| (Street) NEW YORK NY 1 | | | 10105 (Zip) | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Chine) X Form filed by One Reporting Form filed by More than One Person | | | | | | | | | orting Perso | n | | | |
| | | Tab | le I - Nor | n-Deriv | ative | Sec | curities | s Ac | quired, [| Disp | osed c | of, or Be | neficia | ly Ow | ned | | | | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D | | | | | | ar) E | 2A. Deemed Execution Date, if any (Month/Day/Year | | Transaction Disposed Code (Instr. 5) | | ities Acquir d Of (D) (In: | | 4 and Securiti Benefic | | lly ollowing | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | | Code | v | Amount | (A) o | r Price | Trar | isaction tr. 3 ar | on(s) | | | (Instr. 4) |
| | | 7 | | | | | | | uired, Di | | | | | Own | ed | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deeme Execution if any (Month/Da | Date, | Code (In: | | | | 6. Date Exer Expiration I (Month/Day) | Date | | 7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4) | | 8. Price Derivat Securit (Instr. ! | | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | e s illy g | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercisable | | opiration | Title | Amount or Number of Shares | | | | | | |
| Options ⁽¹⁾ | \$38.61 | 04/01/2005 | | | A | | 3,000 | | (2) | 04 | 1/01/2015 | Class A Common Stock | 3,000 | \$0 | | 3,000 | | D | |

Explanation of Responses:

- 1. Issued pursuant to issuer's 1997 Non-Employee Director Stock Option Plan (Right to Buy).
- $2.\ Options\ vest\ and\ become\ exercisable\ annually\ in\ two\ equal\ installments\ beginning\ April\ 1,\ 2006.$

/s/ Edward W. Scheuermann,

Attorney-in-Fact

04/04/2005

** 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.