KOSH MITCHELL ALAN

Form 4 June 16, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or

Check this box

SECURITIES Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * KOSH MITCHELL ALAN

(First)

C/O POLO RALPH LAUREN

2. Issuer Name and Ticker or Trading

Symbol

POLO RALPH LAUREN CORP

[RL]

3. Date of Earliest Transaction (Month/Day/Year)

06/14/2005

CORP, 650 MADISON AVENUE (Street)

(Middle)

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Director 10% Owner Other (specify _X__ Officer (give title below)

below)

Senior VP, HR & Legal

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10022

(City)	(State)	Zip) 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. Transactio Code (Instr. 8)	4. Securities Acquired ion(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned Owned Following Reported Transaction(s) 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Class A Common Stock	06/14/2005		M	3,333	A	\$ 24.78	3,333	D		
Class A Common Stock	06/14/2005		M	11,667	A	\$ 23.79	15,000	D		
Class A Common Stock	06/14/2005		S	7,100	D	\$ 42.4	7,900	D		
Class A	06/14/2005		S	400	D	\$	7,500	D		

Edgar Filing: KOSH MITCHELL ALAN - Form 4

Common Stock					42.43	
Class A Common Stock	06/14/2005	S	2,200	D	\$ 5,300	D
Class A Common Stock	06/14/2005	S	3,000	D	\$ 2,300 42.45	D
Class A Common Stock	06/14/2005	S	1,300	D	\$ 1,000	D
Class A Common Stock	06/14/2005	S	300	D	\$ 42.47 700	D
Class A Common Stock	06/14/2005	S	700	D	\$ 42.48 0	D

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

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 control number.

SEC 1474 (9-02)

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. Transactic Code (Instr. 8)	5. Number of or 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option issued pursuant 1997 Long-Term Stock Incentive Plan	\$ 24.78	06/14/2005		M	3,333	<u>(1)</u>	06/07/2012	Class A Common Stock	3,333
	\$ 23.79	06/14/2005		M	11,667	(2)	05/22/2013		11,667

Edgar Filing: KOSH MITCHELL ALAN - Form 4

Option
issued
pursuant
1997
Long-Term
Stock
Incentive

Class A Common Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KOSH MITCHELL ALAN C/O POLO RALPH LAUREN CORP 650 MADISON AVENUE NEW YORK, NY 10022

Senior VP, HR & Legal

Signatures

Plan

/s/ Edward W. Scheuermann, Attorney-in-Fact for Mitchell A. Kosh

06/16/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) 25,000 options were granted on 06/07/2002. These options vested and became exercisable in three equal annual installments beginning June 7, 2003.
- (2) 25,000 options were granted on 5/22/2003. These options vest and become exercisable in three equal annual installments beginning May 22, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3