

POLO RALPH LAUREN CORP  
Form 4  
August 15, 2006

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol  
**POLO RALPH LAUREN CORP [RL]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**650 MADISON AVENUE**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**08/14/2006**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Senior VP, HR & Legal**

**NEW YORK, NY 10022**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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. 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Class A Common Stock	08/14/2006		M		6,667 A \$ 24.78	6,667	D
Class A Common Stock	08/14/2006		M		8,333 A \$ 23.79	15,000	D
Class A Common Stock	08/14/2006		S		200 D \$ 57.25	14,800	D
Class A Common	08/14/2006		S		300 D \$ 57.26	14,500	D

Edgar Filing: POLO RALPH LAUREN CORP - Form 4

Stock								
Class A Common Stock	08/14/2006		S	700	D	\$ 57.27	13,800	D
Class A Common Stock	08/14/2006		S	900	D	\$ 57.28	12,900	D
Class A Common Stock	08/14/2006		S	800	D	\$ 57.29	12,100	D
Class A Common Stock	08/14/2006		S	700	D	\$ 57.3	11,400	D
Class A Common Stock	08/14/2006		S	1,400	D	\$ 57.31	10,000	D
Class A Common Stock	08/14/2006		S	1,600	D	\$ 57.32	8,400	D
Class A Common Stock	08/14/2006		S	300	D	\$ 57.33	8,100	D
Class A Common Stock	08/14/2006		S	2,700	D	\$ 57.34	5,400	D
Class A Common Stock	08/14/2006		S	5,400	D	\$ 57.35	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. 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 Underlying Securities (Instr. 3 and 4)
--	--	--------------------------------------	--	--------------------------------	---	--	---

Edgar Filing: POLO RALPH LAUREN CORP - Form 4

					Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
			Code	V	(A)	(D)				
Option issued pursuant to 1997 Long-Term Stock Incentive Pla	\$ 24.78	08/14/2006	M			6,667	(1)	06/07/2012	Class A Common Stock	6,667
Option issued pursuant to 1997 Long-Term Stock Incentive Pla	\$ 23.79	08/14/2006	M			8,333	(2)	05/22/2013	Class A Common Stock	8,333

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KOSH MITCHELL ALAN 650 MADISON AVENUE NEW YORK, NY 10022			Senior VP, HR & Legal	

## Signatures

Yen Chu,  
Attorney-in-Fact                      08/15/2006

\_\_Signature of Reporting                      Date  
Person

## 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 installments beginning June 7, 2003.
- (2) 25,000 options were granted on 5/22/2003. These options vest and became 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.