

POLO RALPH LAUREN CORP

Form 4

December 12, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FARAH ROGER N

(Last) (First) (Middle)

POLO RALPH LAUREN
CORP, 650 MADISON AVE

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/12/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) President & COO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ 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		
Class A Common Stock	12/12/2006		S		2,300	D	\$ 78.01 425,939.58 D
Class A Common Stock	12/12/2006		S		2,700	D	\$ 78.02 423,239.58 D
Class A Common Stock	12/12/2006		S		700	D	\$ 78.03 422,539.58 D
Class A	12/12/2006		S		500	D	\$ 422,039.58 D

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Common Stock						78.04		
Class A Common Stock	12/12/2006	S	1,100	D	\$ 78.05	420,939.58	D	
Class A Common Stock	12/12/2006	S	300	D	\$ 78.06	420,639.58	D	
Class A Common Stock	12/12/2006	S	1,100	D	\$ 78.07	419,539.58	D	
Class A Common Stock	12/12/2006	S	1,200	D	\$ 78.08	418,339.58	D	
Class A Common Stock	12/12/2006	S	2,100	D	\$ 78.09	416,239.58	D	
Class A Common Stock	12/12/2006	S	1,300	D	\$ 78.1	414,939.58	D	
Class A Common Stock	12/12/2006	S	1,900	D	\$ 78.11	413,039.58	D	
Class A Common Stock	12/12/2006	S	100	D	\$ 78.12	412,939.58	D	
Class A Common Stock	12/12/2006	S	200	D	\$ 78.14	412,739.58	D	
Class A Common Stock	12/12/2006	S	800	D	\$ 78.15	411,939.58	D	
Class A Common Stock	12/12/2006	S	900	D	\$ 78.16	411,039.58	D	
Class A Common Stock	12/12/2006	S	200	D	\$ 78.17	410,839.58	D	
Class A Common Stock	12/12/2006	S	100	D	\$ 78.18	410,739.58	D	
Class A Common Stock	12/12/2006	S	900	D	\$ 78.24	409,839.58	D	

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Class A Common Stock	12/12/2006	S	800	D	\$ 78.25	409,039.58	D
Class A Common Stock	12/12/2006	S	100	D	\$ 78.27	408,939.58	D
Class A Common Stock	12/12/2006	S	400	D	\$ 78.5	408,539.58	D
Class A Common Stock	12/12/2006	S	600	D	\$ 78.68	407,939.58	D
Class A Common Stock	12/12/2006	S	100	D	\$ 79	407,839.58	D
Class A Common Stock	12/12/2006	S	2,300	D	\$ 79.15	405,539.58 (1)	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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

FARAH ROGER N
POLO RALPH LAUREN CORP
650 MADISON AVE
NEW YORK, NY 10022

X

President & COO

Signatures

Yen D. Chu,
Attorney-in-Fact

12/12/2006

__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) This filing is part two of two Form 4 filings disclosing the transactions taking place on December 12, 2006 for the above reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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