

RALPH LAUREN CORP

Form 4

November 21, 2014

**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

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Lauren Family, L.L.C.

(Last) (First) (Middle)

C/O CBIZ MHM, LLC., 1065  
AVENUE OF THE AMERICAS -  
12TH FLOOR

(Street)

NEW YORK, NY 10018

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

RALPH LAUREN CORP [RL]

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

11/19/2014

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_X\_ 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	11/19/2014		S <sup>(1)</sup>		3,400	D	\$ 176.51 <sup>(2)</sup>
Class A Common Stock	11/19/2014		S <sup>(1)</sup>		7,873	D	\$ 177.2 <sup>(4)</sup>
Class A Common Stock	11/19/2014		S <sup>(1)</sup>		2,727	D	\$ 178.65 <sup>(5)</sup>
Class A Common Stock	11/19/2014		S <sup>(1)</sup>		11,000	D	\$ 75,000

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Common Stock						179.41 (6)		
Class A Common Stock	11/20/2014	S(1)	1,900	D	\$ 178.9 (7)	73,100	D (3)	
Class A Common Stock	11/20/2014	S(1)	11,450	D	\$ 179.8 (8)	61,650	D (3)	
Class A Common Stock	11/20/2014	S(1)	9,150	D	\$ 180.77 (9)	52,500	D (3)	
Class A Common Stock	11/20/2014	S(1)	2,500	D	\$ 181.61 (10)	50,000	D (3)	
Class A Common Stock						7,970	D (11)	

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

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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. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code V (A) (D)			

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Lauren Family, L.L.C.  
C/O CBIZ MHM, LLC.  
1065 AVENUE OF THE AMERICAS - 12TH FLOOR  
NEW YORK, NY 10018

X

Lauren David R.  
RALPH LAUREN CORPORATION  
650 MADISON AVENUE  
NEW YORK, NY 10022

X

## Signatures

/s/ Craig L. Smith, Attorney-in-Fact for Andrew Lauren, Manager of Lauren Family,  
L.L.C.

11/21/2014

\_\_Signature of Reporting Person

Date

/s/ Craig L. Smith, Attorney-in-Fact for David Lauren, Manager of Lauren Family,  
L.L.C.

11/21/2014

\_\_Signature of Reporting Person

Date

/s/ Craig L. Smith, Attorney-in-Fact for Dylan Lauren, Manager of Lauren Family,  
L.L.C.

11/21/2014

\_\_Signature of Reporting Person

Date

/s/ Craig L. Smith, Attorney-in-Fact for David Lauren

11/21/2014

\_\_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) These sales were made pursuant to a Rule 10b5-1 sales plan in connection with a long-term strategy for estate planning.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$175.81 to \$176.79, inclusive. The reporting persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 2 and footnotes (4) through (10) to this Form 4.

(3) These securities are held by Lauren Family, L.L.C., a limited liability company of which Mr. David Lauren is a manager and in which Mr. David Lauren has an indirect pecuniary interest. Mr. David Lauren disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$176.81 to \$177.76, inclusive.

(5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$178.02 to \$178.97, inclusive.

(6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$179.07 to \$179.75, inclusive.

(7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$178.24 to \$179.23, inclusive.

(8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$179.25 to \$180.24, inclusive.

(9) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$180.30 to \$181.28, inclusive.

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(10) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$181.30 to \$181.95, inclusive.

(11) These securities are held individually by Mr. David Lauren.

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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