

RALPH LAUREN CORP
Form 3
August 12, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF 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 * Â Lauren David R. (Last) (First) (Middle) | 2. Date of Event Requiring Statement (Month/Day/Year) 08/08/2013 | 3. Issuer Name and Ticker or Trading Symbol RALPH LAUREN CORP [RL] | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|---|--|---|--|--|

C/O RALPH LAUREN CORPORATION,Â 650 MADISON AVENUE

(Street)

(Check all applicable)

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

NEW YORK,Â NYÂ 10022

(City) (State) (Zip)

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 Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Class A Common Stock | 8,185 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|----------------------|----------------------------|------------|---------------------------------------|------------------|
| Options issued purs. to 1997 Long-Term Stock Incentive Plan | Â (1) | 06/15/2015 | Class A Common Stock | 9,375 | \$ 43.035 | D | Â |
| Options issued purs. to 1997 Long-Term Stock Incentive Plan | Â (2) | 07/14/2015 | Class A Common Stock | 4,635 | \$ 57.755 | D | Â |
| Options issued purs. to 1997 Long-Term Stock Incentive Plan | Â (3) | 07/16/2016 | Class A Common Stock | 4,668 | \$ 54.145 | D | Â |
| Options issued purs. to 1997 Long-Term Stock Incentive Plan | Â (4) | 07/16/2017 | Class A Common Stock | 3,180 | \$ 75.19 | D | Â |
| Options issued purs. to 2010 Long-Term Stock Incentive Plan | Â (5) | 07/15/2018 | Class A Common Stock | 1,764 | \$ 134.53 | D | Â |
| Options issued purs. to 2010 Long-Term Stock Incentive Plan | Â (6) | 07/16/2019 | Class A Common Stock | 2,676 | \$ 140.975 | D | Â |
| Options issued purs. to 2010 Long-Term Stock Incentive Plan | Â (7) | 07/15/2020 | Class A Common Stock | 5,769 | \$ 181.935 | D | Â |
| Class B Common Stock | Â (8) | Â (8) | Class A Common Stock | 7,842,342 | \$ (8) | I | See footnote (9) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Lauren David R. C/O RALPH LAUREN CORPORATION 650 MADISON AVENUE NEW YORK, NY 10022 | Â X | Â | Â | Â |

Signatures

/s/ Yen D. Chu, Attorney-in-Fact for David Lauren 08/12/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 options vested and became exercisable in three equal annual installments beginning June 15, 2006.
- (2) These options vested and became exercisable in three equal annual installments beginning July 14, 2009.
- (3) These options vested and became exercisable in three equal annual installments beginning July 16, 2010.
- (4) These options vested and became exercisable in three equal annual installments beginning July 16, 2011.
- (5) Of the aggregate amount of 1,764 stock options, 1,176 stock options have vested and are exercisable and the remaining 588 stock options will vest and become exercisable on July 15, 2014.
- (6) Of the aggregate amount of 2,676 stock options, 892 stock options have vested and are exercisable and the remaining 1,784 stock options will vest and become exercisable in two equal installments on July 16, 2014 and July 16, 2015.
- (7) This aggregate amount of 5,769 stock options will vest and become exercisable in three equal installments on July 15, 2014, July 15, 2015 and July 15, 2016.
- (8) Each share of Class B Common Stock is immediately convertible on a one-for-one basis into a share of Class A Common Stock.
- (9) Held by a limited liability company of which the reporting person is a manager. The reporting person disclaims beneficial ownership of the securities held by the limited liability company except to the extent of his pecuniary interest therein.

Â

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

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.