POLO RALPH LAUREN CORP

Form 4 April 05, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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(b).

(Last)

(City)

Security

650 MADISON AVE

1. Name and Address of Reporting Person * ARONSON ARNOLD H

(First)

2. Issuer Name and Ticker or Trading

Symbol

POLO RALPH LAUREN CORP

[RL]

3. Date of Earliest Transaction

(Month/Day/Year) 04/01/2005

(Street)

(Middle)

4. If Amendment, Date Original

Filed(Month/Day/Year)

NEW YORK, NY 10022 (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

2. Transaction Date 2A. Deemed 1.Title of Security (Month/Day/Year) (Instr. 3)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Code V Amount (D) Price

5. Amount of Securities Beneficially Owned Following Reported

Transaction(s)

(Instr. 3 and 4)

Issuer

below)

Person

X_ Director

Applicable Line)

Officer (give title

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4)

(Instr. 4)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

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

(Check all applicable)

10% Owner

Other (specify

Estimated average

burden hours per

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed Derivative Conversion (Month/Day/Year)

or Exercise

Execution Date, if any

5. Number Transaction of Derivative Expiration Date Code Securities

(A)

or

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8. l Underlying Securities De (Instr. 3 and 4) Sec

1

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(Instr. 3)	Price of Derivative Security	(Month/Day/Y	rear) (Instr. 8	(D)	(A) or Disposed of (D) (Instr. 3, 4,				(1
			Code	V (A)	(D) Date Exercis	Expiration able Date	Title	Amount or Number of Shares	
Options (1)	\$ 38.61	04/01/2005	A	3,000	<u>(2</u>	<u>04/01/201</u>	Class A Common Stock	3,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
ARONSON ARNOLD H 650 MADISON AVE NEW YORK, NY 10022	X					

Signatures

/s/ Edward W. Scheuermann, 04/04/2005 Attorney-in-Fact **Signature of Reporting 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) Issued pursuant to issuer's 1997 Non-Employee Director Stock Option Plan (Right to Buy).
- (2) Options vest and become exercisable annually in two equal installmants beginning April 1, 2006.

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.

Date

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