

POLO RALPH LAUREN CORP
Form 4
March 11, 2008

FORM 4

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

OMB APPROVAL

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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 *
Murphy Steven P

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)

3. Date of Earliest Transaction
(Month/Day/Year)
08/08/2007

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

RODALE INC., 733 THIRD AVENUE, 15TH FLOOR

(Street)

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

NEW YORK, NY 10017

(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 or Price		
Class A Common Stock	08/08/2007		P		115 A \$ 80.44	115	I See Footnote (1)
Class A Common Stock	08/08/2007		P		25 A \$ 80.44	25	I See Footnote (2)
Class A Common Stock	08/08/2007		P		65 A \$ 80.44	65	I See Footnote (3)
Class A Common Stock	08/09/2007		P		65 A \$ 180	180	I See

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Common Stock					77.36			Footnote <u>(1)</u>
Class A Common Stock	08/09/2007	P	15	A	\$ 77.15	40	I	See Footnote <u>(2)</u>
Class A Common Stock	08/09/2007	P	40	A	\$ 76.9	105	I	See Footnote <u>(3)</u>
Class A Common Stock	08/16/2007	P	20	A	\$ 77.42	200	I	See Footnote <u>(1)</u>
Class A Common Stock	08/16/2007	P	5	A	\$ 77.42	45	I	See Footnote <u>(2)</u>
Class A Common Stock	08/16/2007	P	10	A	\$ 77.42	115	I	See Footnote <u>(3)</u>
Class A Common Stock	10/03/2007	P	95	A	\$ 76.42	295	I	See Footnote <u>(1)</u>
Class A Common Stock	10/03/2007	P	20	A	\$ 76.51	65	I	See Footnote <u>(2)</u>
Class A Common Stock	10/03/2007	P	55	A	\$ 76.42	170	I	See Footnote <u>(3)</u>
Class A Common Stock	10/04/2007	P	70	A	\$ 74.58	365	I	See Footnote <u>(1)</u>
Class A Common Stock	10/04/2007	P	15	A	\$ 74.71	80	I	See Footnote <u>(2)</u>
Class A Common Stock	10/04/2007	P	45	A	\$ 74.71	215	I	See Footnote <u>(3)</u>
Class A Common Stock	10/11/2007	P	35	A	\$ 71.51	400	I	See Footnote <u>(1)</u>
Class A Common Stock	10/11/2007	P	5	A	\$ 71.51	85	I	See Footnote <u>(2)</u>
Class A Common Stock	10/11/2007	P	20	A	\$ 71.51	235	I	See Footnote <u>(3)</u>

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Class A Common Stock	10/12/2007	P	40	A	\$ 70.81	440	I	See Footnote (1)
Class A Common Stock	10/12/2007	P	10	A	\$ 71	95	I	See Footnote (2)
Class A Common Stock	10/12/2007	P	20	A	\$ 70.81	255	I	See Footnote (3)
Class A Common Stock	10/15/2007	P	40	A	\$ 69.95	480	I	See Footnote (1)
Class A Common Stock	10/15/2007	P	10	A	\$ 69.95	105	I	See Footnote (2)
Class A Common Stock	10/15/2007	P	25	A	\$ 69.95	280	I	See Footnote (3)
Class A Common Stock	10/15/2007	P	25	A	\$ 69.9	505	I	See Footnote (1)
Class A Common Stock	10/15/2007	P	5	A	\$ 69.9	110	I	See Footnote (2)
Class A Common Stock	10/15/2007	P	15	A	\$ 69.9	295	I	See Footnote (3)
Class A Common Stock	10/16/2007	P	85	A	\$ 68.44	590	I	See Footnote (1)
Class A Common Stock	10/16/2007	P	15	A	\$ 68.44	125	I	See Footnote (2)
Class A Common Stock						1,534	D	

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

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(9-02)

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

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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 Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Murphy Steven P RODALE INC. 733 THIRD AVENUE, 15TH FLOOR NEW YORK, NY 10017		X		

Signatures

Steven P. Murphy
03/11/2008

**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 shares are held jointly with right of survivorship with Ann P. Murphy.
 - (2) These shares are held in Mr. Murphy's Individual Retirement Account.
 - (3) These shares are held in Ann P. Murphy's Individual Retirement Account.

Remarks:

This Form 4 is the first of two Form 4 filings being made by Mr. Murphy on March 11, 2008.

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.