POLO RALPH LAUREN CORP

Form 4

December 12, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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January 31, 2005

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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

See Instruction

1(b).

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol

Issuer

POLO RALPH LAUREN CORP

(Check all applicable)

President & COO

5. Relationship of Reporting Person(s) to

[RL]

(Last) (First) (Middle)

(Street)

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

X_ Officer (give title below)

10% Owner _ Other (specify

POLO RALPH LAUREN CORP, 650 MADISON AVE

4. If Amendment, Date Original

12/12/2006

6. Individual or Joint/Group Filing(Check Applicable Line)

X Director

Filed(Month/Day/Year)

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

NEW YORK, NY 10022

(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 on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount		Price	(Instr. 3 and 4)			
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 SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

9. Nu

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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. Transac Code (Instr. 8	5. tionNumber of) Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day) e s l	ate	7. Title Amour Underl Securit (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)
				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 3

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

President & COO

Signatures

Yen D. Chu, Attorney-in-Fact

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

X

- ** 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. 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.

Signatures 4