SEC Form 4

 \Box

FORM 4

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).

1. Name and Address of Reporting Person

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange or Section 30(h) of the Investment Company Act of

OWR APPR	OVAL
OMB Number:	3235-0287
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Act of 1934		hours per response:	0.5	
1940				
	5. Relationship of F (Check all applicab	Reporting Person(s) to Issuer le)		

MILLER IR	<u>ENE R</u>		COACH INC [COH]		Director	10% Owner						
(Last) 516 WEST 347	(First) TH STREET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/17/2010		Officer (give title below)	Other (specify below)						
516 WEST 34TH STREET (Street) NEW YORK NY 10001 (City) (State) (Zip)		10001 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting Person						
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											

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. Transa Code (8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	Amount (A) or Price		Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	11/17/2010		М		15,000	A	\$7.8	28,632	D		
Common Stock	11/17/2010		М		7,982	A	\$19.47	36,614	D		
Common Stock	11/17/2010		М		4,571	A	\$35.28	41,185	D		
Common Stock	11/17/2010		М		3,315	A	\$35.28	44,500	D		
Common Stock ⁽¹⁾	11/17/2010		F		10,489	D	\$52.62	34,011	D		
Common Stock	11/17/2010		S		20,379	D	\$52.62	13,632	D		

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. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	umber vative urities uired or oosed D) (Instr. and 5)	6. Date Exerc Expiration Da (Month/Day/N	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	\$7.8	11/17/2010		М			15,000	05/06/2003	11/06/2012	Common Stock	15,000	\$0.0000	0.0000	D	
Stock Option	\$35.28	11/17/2010		М			3,315	07/26/2006	11/06/2012	Common Stock	3,315	\$0.0000	0.0000	D	
Stock Option	\$35.28	11/17/2010		М			4,571	07/27/2006	11/07/2011	Common Stock	4,571	\$0.0000	0.0000	D	
Stock Option	\$19.47	11/17/2010		М			7,982	08/26/2004	05/03/2011	Common Stock	7,982	\$0.0000	0.0000	D	

Explanation of Responses:

1. These shares were sold to pay the cost of, and the fees associated with, the exercise of the derivative securities described above.

Daniel J. Ross, Assistant Secretary, pursuant to a power of attorney filed with the **Commission** ** Signature of Reporting Person

11/19/2010

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who 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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

2. Issuer Name and Ticker or Trading Symbol