

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

**FORM 8-K
CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): September 5, 2014

Coach, Inc.
(Exact name of registrant as specified in its charter)

Maryland
(State of
Incorporation)

1-16153
(Commission File Number)

52-2242751
(IRS Employer
Identification No.)

516 West 34th Street, New York, NY 10001
(Address of principal executive offices) (Zip Code)

(212) 594-1850
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 5, 2014, the Board of Directors of Coach, Inc. (“Coach” or the “Company”) appointed Gebhard Rainer, age 52, President and Chief Operating Officer of the Company, effective September 29, 2014. Mr. Rainer joins Coach from Hyatt Hotels Corporation (“Hyatt”), where he was Executive Vice President and Chief Financial Officer, a position he had held since August 2012. Prior to this position, Mr. Rainer held successively senior roles with Hyatt, having joined the company in 1988, including Managing Director for Hyatt International Europe, Africa and Middle East (EAME) LLC from January 2007 to August 2012, where he oversaw all aspects of Hyatt's business in the region.

Under the terms of his offer letter (the “Offer Letter”), Mr. Rainer will receive an initial base salary of \$750,000 per year, with a target bonus opportunity pursuant to Coach’s Performance-Based Annual Incentive Plan equal to 100% of his base salary actually paid during each fiscal year (with payment ranging from 0 – 200% of target subject to performance). The actual amount of this bonus will be based on Coach’s attaining pre-set financial or other operating criteria determined by Coach’s Board of Directors in accordance with the terms of the Performance-Based Annual Incentive Plan. All of his salary and bonuses are subject to his continued employment with the Company through the time that such salary and bonuses would normally be paid. Further, all performance-based compensation paid to Mr. Rainer is subject to Coach’s incentive repayment policy applicable in the event of a material restatement of the Company’s financial results.

Mr. Rainer will receive an annual equity grant of \$1,500,000; one-third of the value will be in performance restricted stock units (“PRSUs”) (at target), one-third of the value will be in the form of stock options (using the Black-Scholes valuation model), and one-third of that value will be in the form of restricted stock units (“RSUs”). The PRSUs and RSUs are eligible to cliff vest on the third anniversary of the Grant Date, with the number of PRSUs vesting varying from 0 – 170% of target subject to the performance conditions set forth in the grant agreement, which are expected to be based on Coach’s fiscal year 2015 – 2017 long-range plan. The options will become exercisable in equal installments on the first, second and third anniversaries of the Grant Date. All equity vestings are subject to Mr. Rainer’s continued employment with the Company.

Primarily in consideration of certain compensation and benefits Mr. Rainer will forfeit in connection with his departure from Hyatt and pursuant to the terms of his Offer Letter, Mr. Rainer will receive a one-time, sign-on package valued at \$1,500,000; \$500,000 of which will be payable in cash. Mr. Rainer will receive the remaining value of the sign-on package as a grant of PRSUs valued at \$1,000,000 (at target) on the date of grant. These units will be eligible to vest, and convert into shares of Coach common stock, on the third anniversary of the grant date, with the number of PRSUs vesting varying from 0 – 170% of target subject to the performance conditions set forth in the grant agreement (which will be the same performance conditions as Mr. Rainer’s annual PRSU award), subject to Mr. Rainer’s continued employment with the Company.

The foregoing does not constitute a complete summary of the terms of the Offer Letter, which will be filed as an exhibit to Coach's next quarterly report on Form 10-Q.

Item 9.01 Financial Statements and Exhibits.

(d) *Exhibits.* The following exhibit is being furnished herewith:

99.1 Text of Press Release, dated September 9, 2014

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: September 9, 2014

COACH, INC.

By: /s/ Todd Kahn

Todd Kahn
Global Corporate Affairs Officer,
General Counsel & Secretary

EXHIBIT INDEX

99.1 Text of Press Release, dated September 9, 2014

Coach Appoints Gebhard Rainer as President and Chief Operating Officer

NEW YORK--(BUSINESS WIRE)--September 9, 2014--Coach, Inc. (NYSE:COH) (SEHK:6388), a leading New York design house of modern luxury accessories and lifestyle collections, today announced the appointment of Gebhard Rainer, as President and Chief Operating Officer, effective September 29, 2014.

Mr. Rainer joins Coach from Hyatt Hotels Corporation, where he most recently held the position of Executive Vice President and Chief Financial Officer. Previously, Mr. Rainer served as Managing Director for Hyatt International Europe, Africa and Middle East (EAME) LLC from January 2007 to August 2012 overseeing all aspects of the company's business in the region. Mr. Rainer has more than 30 years of experience in progressively more senior operating and finance roles, and has extensive international experience, having lived in the Caribbean, the Middle East, Eastern Europe, Western Europe, and the United States.

"Gebhard's talent and outstanding operational track record make him a strong addition to the Coach management team," said Victor Luis, Chief Executive Officer of Coach, Inc. "He is highly regarded for his strategic focus, team leadership, keen analytical and technical skills and exceptional business acumen. His experience in driving transformation and brand building for a high touch experiential consumer business make him uniquely qualified to build upon the foundation that we've created at Coach. We expect that Gebhard's operational stewardship will be invaluable as we execute our long-term strategic plan to reinvigorate the Coach brand and return to best-in-class profitability."

"Coach is an exceptional company and brand I've long admired, with a history of successful reinvention, strong business results and delivery of shareholder value. I look forward to contributing to its continued operational excellence and partnering with the entire leadership team," said Mr. Rainer.

Mr. Rainer is filling a position that has been vacant since September 2013. As Chief Operating Officer, he will have responsibility for Finance, Information Systems, Logistics, Operations and Production.

Coach, with headquarters in New York, is a leading design house of modern luxury accessories and lifestyle collections. Coach is sold worldwide through Coach stores, select department stores and specialty stores, and through Coach's website at www.coach.com. Coach's common stock is traded on the New York Stock Exchange under the symbol COH and Coach's Hong Kong Depository Receipts are traded on The Stock Exchange of Hong Kong Limited under the symbol 6388.

Neither the Hong Kong Depository Receipts nor the Hong Kong Depository Shares evidenced thereby have been or will be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and may not be offered or sold in the United States or to, or for the account of, a U.S. Person (within the meaning of Regulation S under the Securities Act), absent registration or an applicable exemption from the registration requirements. Hedging transactions involving these securities may not be conducted unless in compliance with the Securities Act.

This press release contains forward-looking statements based on management's current expectations. These statements can be identified by the use of forward-looking terminology such as "may," "will," "should," "expect," "intend," "ahead," "estimate," "on track," "on course," "forward to," "future," "to lead," "to provide," "to delivering," "believe," "to reinvigorate," "to achieve," "to enable," "return to," "to execute," "are positioned to," "continue," "project," "guidance," "target," "forecast," "anticipated," or comparable terms. Future results may differ materially from management's current expectations, based upon risks and uncertainties such as expected economic trends, the ability to anticipate consumer preferences, the ability to control costs, etc. Please refer to Coach's latest Annual Report on Form 10-K and our other filings with the Securities and Exchange Commission for a complete list of risks and important factors.

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