

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Luis Victor</u> (Last) (First) (Middle) <u>516 WEST 34TH STREET</u> (Street) <u>NEW YORK NY 10001</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>COACH INC [COH]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/13/2014</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/13/2014		M		18,900	A	\$0 ⁽¹⁾	77,948	D	
Common Stock ⁽²⁾	08/13/2014		F		9,723	D	\$35.7	68,225	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. 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 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				
Restricted Stock Unit	(3)	08/13/2014		M			18,900	(4)	(5)	Common Stock	18,900	\$0.0000	629,093	D	
Restricted Stock Unit ⁽⁶⁾	(3)	08/14/2014		A		82,622		(7)	(5)	Common Stock	82,622	\$0.0000	711,715	D	
Stock Option ⁽⁶⁾	(3)	08/14/2014		A		314,211		(8)	08/15/2024	Common Stock	314,211	\$36.31	314,211	D	

Explanation of Responses:

- Vesting of Restricted Stock Units.
- These shares were withheld to pay for the taxes in connection with the conversion of derivative securities described above.
- These securities will convert on a 1-for-1 basis into shares of the issuer's common stock.
- These securities vested on August 13, 2014.
- These securities do not expire.
- These securities were issued under the 2010 Stock Incentive Plan of the Issuer.
- These performance based securities will vest on the third anniversary of the date of grant, based on the reporting person's continued employment with the issuer and performance of the Company against specified performance goals (determined by the Human Resources Committee of the Board of Directors) at Target levels. The actual number of award shares may range from 0-170% of the Target value, depending on the Company's level of the achievement of these performance measures and goals over the stated periods.
- These options vest in three equal installments on the first, second and third anniversaries of the date of grant.

Daniel J. Ross, Assistant Secretary, pursuant to a power of attorney filed with the Commission 08/15/2014

** Signature of Reporting Person Date

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.

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