FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| | Check this box if no longer subject to |
|---|--|
| | Check this box if no longer subject to |
| 1 | Section 16. Form 4 or Form 5 |
| | obligations may continue. See |
| | Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OWB APPRC | IVAL |
|-------------------------|-----------|
| OMB Number: | 3235-0287 |
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| hours per response: | 0.5 |

7. Nature of Indirect

| 1. Name and Addr | ress of Reporting | Person* | 2. Issuer Name and Ticker or Trading Symbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|-------------------------------|----------------------|----------|---|-------------------|---|-----------------------|--|--|--|
| LOVEMAN | <u>I GARY W</u> | | COACH INC [COH] | | Director | 10% Owner | | | |
| (Last) 516 WEST 347 | (First) TH STREET | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 10/29/2009 | | Officer (give title below) | Other (specify below) | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | 6. Individual or Joint/Group Filing (Check Applicab Line) | | | | |
| (Street) NEW YORK NY 10001 | | | | X | Form filed by One Reporting Person | | | | |
| (City) | (State) | (Zip) | | | Form filed by More than One Reporting Person | | | | |
| | | | erivative Securities Acquired. Disposed of, or Be | eficially | Owned | | | | |

| 1. Title of Security (Instr. 3) | 2. Transaction | 2A. Deemed | 3. | 4. Securities Acquired (A) or | 5. Amount of | 6. Ownership | | | | | | | |
|---------------------------------|----------------|-----------------|-------------|----------------------------------|--------------|--------------|--|--|--|--|--|--|--|
| | Date | Execution Date, | Transaction | Disposed Of (D) (Instr. 3, 4 and | Securities | Form: Direct | | | | | | | |

| | (Month/Day/Year) | | Code (8) | Instr. | 5) | | | | (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
|--------------|-------------------|--|---------------|--------|------------------------------------|---|-------------------|-------|-----------------------------------|---------------------------------------|
| | Code V Amount (A) | | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (| | | |
| Common Stock | 10/30/2009 | | М | | 3,351 | Α | \$ <mark>0</mark> | 4,349 | 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 Deriv Secu Acqu (A) o Disp of (D | or osed)) r. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | d 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 ⁽¹⁾ | \$0 ⁽²⁾ | 06/29/2009 | | J | v | 10 | | (3) | (4) | Common Stock | 10 | \$26.79 | 3,343 | D | |
| Deferred Stock Unit ⁽¹⁾ | \$0 ⁽²⁾ | 09/28/2009 | | J | v | 30 | | (5) | (4) | Common Stock | 30 | \$32.26 | 13,005.48 | D | |
| Restricted Stock Unit ⁽¹⁾ | \$0 ⁽²⁾ | 09/28/2009 | | J | v | 8 | | (3) | (4) | Common Stock | 8 | \$32.26 | 3,351 | D | |
| Deferred Stock Unit | \$0 ⁽²⁾ | 10/29/2009 | | Α | | 460 | | (5) | (4) | Common Stock | 460 | \$32.59 | 13,465.48 | D | |
| Restricted Stock Unit | \$0 ⁽²⁾ | 10/30/2009 | | м | | | 3,351 | (3) | (4) | Common Stock | 3,351 | \$0 | 0 | D | |

Explanation of Responses:

1. These securities were received through a dividend paid on the transaction date.

2. This security will convert on a 1-for-1 basis into shares of the issuer's common stock.

3. These securities will vest on October 30, 2009.

4. These securities do not expire.

4. These securities do not expire.

5. These securities were issued pursuant to the Issuer's Deferred Compensation Plan (for executives or for outside directors). The Issuer has agreed to represent the amount of the reporting person's account balance with deferred stock units which represent the right to receive common stock of the Issuer on a one-for-one basis on the distribution date elected by the reporting person.

Remarks:

Daniel J. Ross, Assistant

Secretary, pursuant to a power of attorney filed with the Commission

** 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.

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.