SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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)

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

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Per- Menezes Ivan	son*	2. Issuer Name and Ticker or Trading Symbol <u>COACH INC</u> [COH]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) 516 WEST 34TH STREET		3. Date of Earliest Transaction (Month/Day/Year) 11/03/2011	Officer (give title Other (specify below) below)				
(Street) NEW YORK NY (City) (State)	10001 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting 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)	Code (ction	ction Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 3 and 4)				
Common Stock	11/03/2011		М		1,504	A	\$0 ⁽¹⁾	21,446	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)		Derivative Ex		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)	derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Restricted Stock Unit ⁽²⁾	(3)	11/03/2011		А		1,143		(4)	(5)	Common Stock	1,143	\$0.0000	2,647	D	
Restricted Stock Unit	(3)	11/03/2011		М			1,504	(6)	(5)	Common Stock	1,504	\$0.0000	1,143	D	
Stock Option ⁽²⁾	\$65.64	11/03/2011		A		3,255		11/03/2012	11/03/2021	Common Stock	3,255	\$0.0000	3,255	D	

Explanation of Responses:

1. Vesting of Restricted Stock Units

2. These securities were issued under the 2010 Stock Incentive Plan of the Issuer.

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

4. These securities will vest on November 3, 2012.

5. These securities do not expire.

6. Date exercisable November 3, 2011

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

11/07/2011

** 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.