

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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) 516 WEST 34TH STREET  (Street) NEW YORK NY 10001  (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) <b>President and CCO</b>
	3. Date of Earliest Transaction (Month/Day/Year) 08/14/2013	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	08/14/2013		M		14,449	A	\$0 <sup>(1)</sup>	42,133	D	
Common Stock	08/14/2013		M		12,085	A	\$0 <sup>(1)</sup>	54,218	D	
Common Stock <sup>(2)</sup>	08/14/2013		F		6,251	D	\$53.23	47,967	D	
Common Stock <sup>(2)</sup>	08/14/2013		F		7,474	D	\$53.19	40,493	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 <sup>(3)</sup>	(4)	08/14/2013		A		54,899		(5)	(6)	Common Stock	54,899	\$0.0000	684,333	D	
Restricted Stock Unit	(4)	08/14/2013		M			12,085	(7)	(6)	Common Stock	12,085	\$0.0000	672,248	D	
Restricted Stock Unit	(4)	08/14/2013		M			14,449	(7)	(6)	Common Stock	14,449	\$0.0000	657,799	D	
Stock Option <sup>(8)</sup>	\$53.23	08/14/2013		A		192,578		(9)	08/14/2023	Common Stock	192,578	\$0.0000	192,578	D	

**Explanation of Responses:**

- Vesting of Restricted Stock Units.
- These shares were sold to pay for the taxes and fees in connection with the exercise of derivative securities described above.
- These securities were issued under the 2010 Stock Incentive Plan of the Issuer. These securities represent a total grant expected fair market value of \$2.880 million, assuming performance of the Company against specified performance goals (determined by the Human Resources Committee of Coach's Board of Directors) at Target levels. The actual award value may range from 0-133% of the Target value, depending on the Company's level of the achievement of certain pre-set performance measures and goals over the stated periods.
- These securities will convert on a 1-for-1 basis into shares of the issuer's common stock.
- These securities will vest in three equal parts on August 15, 2014, August 15, 2015 and August 15, 2016.
- These securities do not expire.
- August 14, 2013
- These securities were issued under the 2010 Stock Incentive Plan of the Issuer.
- 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 08/16/2013

\*\* 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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