

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* SADLER CAROLE P (Last) (First) (Middle) 516 WEST 34TH STREET (Street) NEW YORK NY 10001 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol COACH INC [COH]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) SVP and General Counsel
	3. Date of Earliest Transaction (Month/Day/Year) 08/11/2005	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 08/15/2005	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	08/11/2005		M		156	A	\$24.61	243,168	D	
Common Stock	08/11/2005		M		78,366	A	\$24.03	321,534	D	
Common Stock	08/11/2005		M		109,398	A	\$24.03	430,932	D	
Common Stock	08/11/2005		M		60,000	A	\$5.83	490,932	D	
Common Stock	08/11/2005		M		61,536	A	\$24.03	552,468	D	
Common Stock	08/11/2005		M		2,540	A	\$24.61	555,008	D	
Common Stock	08/11/2005		M		1,706	A	\$24.61	556,714	D	
Common Stock	08/11/2005		M		722	A	\$24.61	557,436	D	
Common Stock	08/11/2005		M		21,910	A	\$24.03	579,346	D	
Common Stock	08/11/2005		M		5,966	A	\$24.03	585,312	D	
Common Stock ⁽¹⁾	08/11/2005		F		65,023	D	\$34.76	520,289	D	
Common Stock ⁽²⁾	08/11/2005		F		205,278	D	\$34.76	315,011	D	
Common Stock	08/12/2005		M		1,192	A	\$24.03	316,203	D	
Common Stock ⁽²⁾	08/12/2005		F		824	D	\$34.75	315,379	D	
Common Stock ⁽¹⁾	08/12/2005		F		185	D	\$34.75	315,194	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				
Stock Option	\$24.61	08/11/2005		M			156	05/15/2005	08/26/2009	Common Stock	156	\$0	0.00	D	
Stock Option	\$24.03	08/11/2005		M			5,966	05/15/2005	08/26/2009	Common Stock	5,966	\$0	1,192	D	
Stock Option	\$34.76	08/11/2005		A		5,171		02/11/2006	08/26/2009	Common Stock	5,171	\$0	5,171	D	
Stock Option	\$24.03	08/11/2005		M			78,366	05/15/2005	10/04/2010	Common Stock	78,366	\$0	21,910	D	
Stock Option	\$24.61	08/11/2005		M			2,540	05/15/2005	10/04/2010	Common Stock	2,540	\$0	0.00	D	
Stock Option	\$24.03	08/11/2005		M			21,910	05/15/2005	10/04/2010	Common Stock	21,910	\$0	0.00	D	
Stock Option	\$34.76	08/11/2005		A		86,826		02/11/2006	10/04/2010	Common Stock	86,826	\$0	86,826	D	
Stock Option	\$24.03	08/11/2005		M			109,398	05/15/2005	08/09/2011	Common Stock	109,398	\$0	0.00	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				
Stock Option	\$24.61	08/11/2005		M			1,706	05/15/2005	08/09/2011	Common Stock	1,706	\$0	0.00	D	
Stock Option	\$34.76	08/11/2005		A		93,816		02/11/2006	08/09/2011	Common Stock	93,816	\$0	93,816	D	
Stock Option	\$5.83	08/11/2005		M			60,000	08/07/2004 ⁽³⁾	08/07/2012	Common Stock	60,000	\$0	0.00	D	
Stock Option	\$24.03	08/11/2005		M			61,536	05/15/2005	08/07/2012	Common Stock	61,536	\$0	0.00	D	
Stock Option	\$24.61	08/11/2005		M			722	05/15/2005	08/07/2012	Common Stock	722	\$0	0.00	D	
Stock Option	\$34.76	08/11/2005		A		84,490		02/11/2006	08/07/2012	Common Stock	84,490	\$0	84,490	D	
Stock Option	\$24.03	08/12/2005		M			1,192	05/15/2005	08/26/2009	Common Stock	1,192	\$0	0.00	D	
Stock Option	\$34.75	08/12/2005		A		1,009		02/12/2006	08/26/2009	Common Stock	1,009	\$0	1,009	D	

Explanation of Responses:

1. These shares were sold to pay for the taxes and fees in connection with the exercise of derivative securities described above.
2. These shares were withheld to pay for the cost of the exercise of derivative securities described above.
3. These options will vest in three equal installments on the first, second and third anniversaries of the date of grant.

Remarks:

By: [Daniel J. Ross, Assistant Secretary, pursuant to a power of attorney filed with the Commission](#) 09/16/2005

** 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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