

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* FRANKFORT LEW (Last) (First) (Middle) 516 WEST 34TH STREET 12TH FLOOR (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) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman of the Board and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 12/23/2003	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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	12/23/2003		M		351,026	A	\$24.9318	2,418,534	D	
Common Stock ⁽¹⁾	12/23/2003		F		238,375	D	\$36.7134	2,180,159	D	
Common Stock ⁽²⁾	12/23/2003		F		40,076	D	\$36.7134	2,140,083	D	
Common Stock	12/23/2003		M		2,346	A	\$24.9318	2,142,429	D	
Common Stock ⁽³⁾	12/23/2003		F		1,865	D	\$36.7134	2,140,564	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	\$24.9318	12/23/2003		M		29,282		08/08/1988 ⁽⁴⁾	10/04/2010	Common Stock	29,282	\$0	0.00	D	
Stock Option	\$24.9318	12/23/2003		M		7,694		08/08/1988 ⁽⁴⁾	08/27/2008	Common Stock	7,694	\$0	0.00	D	
Stock Option	\$24.9318	12/23/2003		M		19,876		08/08/1988 ⁽⁴⁾	08/28/2007	Common Stock	19,876	\$0	0.00	D	
Stock Option	\$24.9318	12/23/2003		M		2,346		08/08/1988 ⁽⁴⁾	01/27/2004	Common Stock	2,346	\$0	0.00	D	
Stock Option	\$24.9318	12/23/2003		M		19,600		08/08/1988 ⁽⁴⁾	08/28/2007	Common Stock	19,600	\$0	0.00	D	
Stock Option	\$24.9318	12/23/2003		M		26,606		08/08/1988 ⁽⁴⁾	08/28/2007	Common Stock	26,606	\$0	0.00	D	
Stock Option	\$24.9318	12/23/2003		M		25,692		08/08/1988 ⁽⁴⁾	08/28/2007	Common Stock	25,692	\$0	0.00	D	
Stock Option	\$24.9318	12/23/2003		M		15,416		08/08/1988 ⁽⁴⁾	01/28/2008	Common Stock	15,416	\$0	0.00	D	
Stock Option	\$24.9318	12/23/2003		M		206,860		08/08/1988 ⁽⁴⁾	08/09/2011	Common Stock	206,860	\$0	0.00	D	
Stock Option	\$36.7134	12/23/2003		A		12,229		06/23/2004	01/28/2008	Common Stock	12,229	\$0	12,229	D	
Stock Option	\$36.7134	12/23/2003		A		15,548		06/23/2004	08/28/2007	Common Stock	15,548	\$0	15,548	D	
Stock Option	\$36.7134	12/23/2003		A		15,767		06/23/2004	08/28/2007	Common Stock	15,767	\$0	15,767	D	
Stock Option	\$36.7134	12/23/2003		A		20,380		06/23/2004	08/28/2007	Common Stock	20,380	\$0	20,380	D	
Stock Option	\$36.7134	12/23/2003		A		21,105		06/23/2004	08/28/2007	Common Stock	21,105	\$0	21,105	D	
Stock Option	\$36.7134	12/23/2003		A		23,228		06/23/2004	10/04/2010	Common Stock	23,228	\$0	23,228	D	
Stock Option	\$36.7134	12/23/2003		A		164,090		06/23/2004	08/09/2011	Common Stock	164,090	\$0	164,090	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	\$36.7134	12/23/2003		A		6,104		06/23/2004	08/27/2008	Common Stock	6,104	\$0	6,104	D	

Explanation of Responses:

- These shares were withheld to pay for the cost of the exercise of the derivative securities.
- These shares were sold to pay for the taxes in connection with the exercise of the derivative securities.
- These shares were sold to pay for the cost of, and the taxes for, the exercise of the derivative security described above.
- These options are fully vested.

Remarks:

Daniel J. Ross, Assistant
Secretary, pursuant to a power of 12/24/2003

** 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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