

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>DEVINE MICHAEL F III</u>  (Last) (First) (Middle) <u>516 WEST 34TH STREET</u>  (Street) <u>NEW YORK NY 10001</u>  (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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/16/2009</u>	
		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	11/16/2009		M		80,000	A	\$18.85	148,836	D	
Common Stock	11/16/2009		M		29,700	A	\$12.88	178,536	D	
Common Stock <sup>(1)</sup>	11/16/2009		S		10,035	D	\$36.29	168,501	D	
Common Stock <sup>(2)</sup>	11/16/2009		F		19,665	D	\$36.29	148,836	D	
Common Stock <sup>(1)</sup>	11/16/2009		S		22,226	D	\$36.35	126,610	D	
Common Stock <sup>(2)</sup>	11/16/2009		F		57,774	D	\$36.35	68,836	D	
Common Stock	11/17/2009		M		23,632	A	\$12.88	92,468	D	
Common Stock <sup>(1)</sup>	11/17/2009		S		7,926	D	\$35.85	84,542	D	
Common Stock <sup>(2)</sup>	11/17/2009		F		15,706	D	\$35.85	68,836	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
Restricted Stock Unit <sup>(3)</sup>	\$0 <sup>(4)</sup>	06/29/2009		J	V	253		(5)	(6)	Common Stock	253	\$26.79	90,124	D	
Restricted Stock Unit <sup>(3)</sup>	\$0 <sup>(4)</sup>	09/28/2009		J	V	215		(5)	(6)	Common Stock	215	\$32.26	92,912	D	
Stock Option	\$12.88	11/16/2009		M			29,700	08/06/2004	08/06/2013	Common Stock	29,700	\$0	23,632	D	
Stock Option	\$18.85	11/16/2009		M			80,000	08/11/2005	08/11/2014	Common Stock	80,000	\$0	0	D	
Stock Option	\$12.88	11/17/2009		M			23,632	08/06/2004	08/06/2013	Common Stock	23,632	\$0	0	D	

**Explanation of Responses:**

- This sale of stock is for diversification purposes only. Following the sale, Mr. Devine will continue to own approximately 68,000 shares of stock outright, 642,000 stock options and 92,000 restricted stock units.
- These shares were sold to pay for the cost of, and the taxes and fees associated with, the exercise of the derivative securities described above.
- These securities were received through a dividend paid on the transaction date.
- This security will convert on a 1-for-1 basis into shares of the issuer's common stock.
- These securities vest in part on each of the vesting dates of the original RSU grants.
- These securities do not expire.

**Remarks:**

Daniel J. Ross, Assistant

11/18/2009

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.**