

OMB APPROVAL	
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**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

<b>1. Name and Address of Reporting Person*</b> <u>KRAKOFF REED</u>  (Last) (First) (Middle) <u>516 WEST 34TH STREET</u>  (Street) <u>NEW YORK NY 10001</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>COACH INC [ COH ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Pres, Exec Creative Director</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>04/22/2010</u>	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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	04/22/2010		M		421,646	A	\$32.37	522,122.32	D	
Common Stock	04/22/2010		M		200,000	A	\$34.84	722,122.32	D	
Common Stock	04/22/2010		S		17,847	D	\$42.5	704,275.32	D	
Common Stock	04/22/2010		S		49,949	D	\$42.57	654,326.32	D	
Common Stock <sup>(1)</sup>	04/22/2010		F		182,153	D	\$42.5	472,173.32	D	
Common Stock <sup>(1)</sup>	04/22/2010		F		371,697	D	\$42.57	100,476.32	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	\$32.37	04/22/2010		M		421,646		(2)	08/22/2015	Common Stock	421,646	\$0	1,264,935	D		
Stock Option	\$34.84	04/22/2010		M		200,000			08/10/2006	08/10/2015	Common Stock	200,000	\$0	0	D	

**Explanation of Responses:**

- 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 options, part of Mr. Krakoff's 2005 Extension Stock Option Grant, vested on August 22, 2009.

**Remarks:**

Daniel J. Ross, Assistant Secretary, pursuant to a power of attorney filed with the Commission 04/23/2010

\*\* 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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