SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person [*] Fraser Elizabeth				er Name and Ticker ESTRY, INC.		ymbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) 10 HUDSON Y.	(First) ARDS	(Middle)	3. Date 03/02/	of Earliest Transac /2020	ction (Month/D	ay/Year)	X Officer (give title Other (speci below) below) CEO & Brand Pres. Kate Spade					
(Street) NEW YORK (City)	NY (State)	10001 (Zip)	4. If An	4. If Amendment, Date of Original Filed (Month/Day/Year)				6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 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. Transa			2. Transaction	2A. Deemed	3. 4. Securities Acquired (A)			5. Amount of	6. Ownership	7. Nature of		

	Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Disposed Of (D) (Instr. 3, 4 and Code (Instr. 8)		3, 4 and 5)	Beneficially	(D) or Indirect	Indirect Beneficial Ownership (Instr. 4)				
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock ⁽¹⁾	03/02/2020		A		11,257	Α	\$23.69	11,257	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 11. Nature 10. Derivative Conversion Expiration Date (Month/Day/Year) Date Execution Date. Transaction of Securities Derivative derivative Ownership of Indirect (Month/Day/Year) Security (Instr. 3) or Exercise if any (Month/Day/Year) Code (Instr. Derivative Underlying Derivative Security Security (Instr. 5) Securities Form Beneficial Price of Direct (D) 8) Securities Beneficially Ownership Derivative Acquired (Instr. 3 and 4) Owned or Indirect (Instr. 4) (A) or Disposed of (D) (Instr. 3, 4 and 5) Following Security (I) (Instr. 4) Reported Transaction(s) (Instr. 4) Amount or Number of Shares Date Expiration v (D) (A) Exercisable Date Title Code

Explanation of Responses:

\$23.69⁽³⁾

1. These securities were issued under the Issuer's Stock Incentive Plan. These service-based securities represent restricted stock units granted to the Reporting Person on the Transaction Date and vest in four equal installments on the first, second, third and fourth anniversaries of the Transaction Date. The first installment will vest on March 2, 2021, the second on March 2, 2022, the third on March 2, 2023 and the fourth on March 2, 2024.

03/02/2021⁽⁴⁾

2. These securities were issued under the Issuer's Stock Incentive Plan.

03/02/2020

3. These securities will convert on a 1-for-1 basis into shares of the issuer's common stock.

4. These service-based securities vest in four equal installments on the first, second, third and fourth anniversaries of the date of grant. The first tranch will vest on March 2, 2021, the second on March 2, 2022, the third on March 2, 2023 and the fourth on March 2, 2024.

Remarks:

Stock

Option⁽²⁾

Elizabeth Fraser - Power of Attorney

/s/ Emily S. Zahler, Assistant Corporate Secretary, pursuant to a power of attorney filed with the Commission ** Signature of Reporting Person

65,350

\$0.0000

Commor

Stock

03/02/2030

03/03/2020

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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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.

Date

65.350

D

Exhibit 24

Power of Attorney

The undersigned hereby authorizes Todd Kahn, Corporate Secretary, David Howard, Assistant Corporate Secretary, and Emily Zahler, Assistant Corporate Secretary (or each acting alone), or any other person holding such titles with respect to Tapestry, Inc., to prepare, execute, deliver and file, in the name and on behalf of the undersigned, any and all filings by the undersigned with the Securities and Exchange Commission (the Commission) under Rule 144 under the Securities Act of 1933, as amended, or Section 16 of the Securities Exchange Act of 1934, as amended, and any rule promulgated thereunder, and any and all documents and instruments related thereto and to provide copies thereof to the Commission, The New York Stock Exchange and other persons required to receive the same. This power of attorney shall continue in full force and effect until revoked by the undersigned in a writing delivered to the individual named above.

Dated: January 31, 2020

/s/ Elizabeth Fraser By: Elizabeth Fraser