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

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden	
hours per response:	0.5

1. Name and Address of Reporting Person* <u>SCHULANER FELICE</u>			2. Issuer Name and Ticker or Trading Symbol <u>COACH INC</u> [COH]		tionship of Reporting Per all applicable) Director	10% Owner			
(Last) 516 WEST 34T	(First) (Middle) H STREET		3. Date of Earliest Transaction (Month/Day/Year) 09/14/2006	X	Officer (give title below) SVP, Human Re	Other (specify below) esources			
(Street) NEW YORK (City)	NY (State)	10001 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person	orting Person			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned rable r

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 3 and 4)		
Common Stock	09/14/2006		М		46,666	A	\$12.88	119,479	D	
Common Stock ⁽¹⁾	09/14/2006		F		28,333	D	\$34	91,146	D	
Common Stock	09/14/2006		S		18,333	D	\$34	72,813	D	
Common Stock	09/14/2006		М		35,000	A	\$18.85	107,813	D	
Common Stock ⁽¹⁾	09/14/2006		F		26,308	D	\$34	81,505	D	
Common Stock	09/14/2006		S		8,692	D	\$34	72,813	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puis, cans, 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. Transa Code (8)		of		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	\$12.88	09/14/2006		М			46,666	08/06/2004 ⁽²⁾	08/06/2013	Common Stock	46,666	\$0	0.00	D	
Stock Option	\$18.85	09/14/2006		М			35,000	08/11/2005 ⁽²⁾	08/11/2014	Common Stock	35,000	\$ <mark>0</mark>	35,000	D	

Explanation of Responses:

1. 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.

2. These options 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** ** Signature of Reporting Person

09/14/2006

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.

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.