

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness, and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*NEITHER THE HONG KONG DEPOSITARY RECEIPTS (“DEPOSITARY RECEIPTS”) NOR THE HONG KONG DEPOSITARY SHARES (“HDSs”) EVIDENCED THEREBY HAVE BEEN OR WILL BE REGISTERED UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE “SECURITIES ACT”), OR WITH ANY SECURITIES REGULATORY AUTHORITY OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES, AND MAY NOT BE RE-OFFERED, RESOLD, PLEDGED OR OTHERWISE TRANSFERRED IN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OF, A U.S. PERSON (WITHIN THE MEANING OF REGULATION S PROMULGATED UNDER THE SECURITIES ACT), UNLESS THE SECURITIES ARE REGISTERED UNDER THE SECURITIES ACT OR PURSUANT TO AN EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT, AND HEDGING TRANSACTIONS INVOLVING THE DEPOSITARY RECEIPTS OR HDSs MAY NOT BE CONDUCTED UNLESS IN COMPLIANCE WITH THE SECURITIES ACT.*



**COACH**

NEW YORK

**Coach, Inc.**

*(incorporated in the State of Maryland, United States)*

(Stock code: 6388)

## **OVERSEAS REGULATORY ANNOUNCEMENT – FORM 8-K**

This announcement is issued pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Please refer to the attached for the document which has been published by Coach, Inc. on the website of the U.S. Securities and Exchange Commission on August 22, 2016 (U.S. Eastern Time).

*President, Chief Administrative Officer  
and Secretary of*  
**Coach, Inc.**  
**Todd Kahn**

Hong Kong, August 23, 2016

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

---

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): August 20, 2016

Coach, Inc.

(Exact name of registrant as specified in its charter)

Maryland  
(State of  
Incorporation)

1-16153  
(Commission File Number)

52-2242751  
(IRS Employer  
Identification No.)

10 Hudson Yards, New York, NY 10001  
(Address of principal executive offices) (Zip Code)

(212) 594-1850  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) As previously announced in a Current Report on Form 8-K filed on June 8, 2016 with the U.S. Securities and Exchange Commission (the “SEC”), Jane Hamilton Nielsen, the Chief Financial Officer of Coach, Inc. (the “Company”), notified the Company that she would be resigning, effective on the earlier of (x) the day following the date the Company files its Annual Report on Form 10-K for the fiscal year ended July 2, 2016 (“fiscal 2016”) with the SEC or (y) September 1, 2016. Ms. Nielsen’s resignation became effective on August 20, 2016, the day following the date the Company filed its Annual Report on Form 10-K for fiscal 2016.

(c) The Board of Directors (the “Board”) of the Company appointed Andrea Shaw Resnick, 55, the Company's Global Head of Investor Relations and Corporate Communications, as interim Chief Financial Officer of the Company, effective as of August 20, 2016. Since joining the Company in August 2000, Ms. Resnick has served in investor relations roles of increasing responsibility and seniority, most recently as the Company's Global Head of Investor Relations and Corporate Communications. Ms. Resnick will continue in this role.

Ms. Resnick’s base salary will be increased by \$100,000 per quarter for each quarter she serves as interim Chief Financial Officer. She also received a grant of restricted stock units with a value of \$500,000 in connection with her appointment, granted in accordance with the Company’s stock incentive plan.

There are no family relationships between Ms. Resnick and any director or executive officer of the Company and she has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

The Board of the Company appointed Melinda Brown, 60, the Company’s Senior Vice President, Corporate Controller, as the principal accounting officer of the Company, effective as of August 20, 2016. Ms. Brown joined the Company as Senior Vice President, Corporate Controller in September 2012. Prior to joining the Company, Ms. Brown held various corporate and business control positions at PepsiCo over 30 years, most recently as Senior Vice President of Global Shared Services until August 2012.

There are no family relationships between Ms. Brown and any director or executive officer of the Company and she has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

---

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: August 22, 2016

COACH, INC.

By: /s/ Todd Kahn

Todd Kahn

President, Chief Administrative Office and Secretary