

PHILLIPS VAN HEUSEN CORP /DE/
Form 4
June 01, 2005

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DUANE FRANCIS K

(Last) (First) (Middle)

C/O PHILLIPS-VAN HEUSEN CORPORATION, 200 MADISON AVENUE

(Street)

NEW YORK, NY 10016

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PHILLIPS VAN HEUSEN CORP /DE/ [PVH]

3. Date of Earliest Transaction (Month/Day/Year)
05/27/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman, Sportswear

6. Individual or Joint/Group Filing(Check Applicable Line)
 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. 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, par value \$1	05/27/2005		M		1,605	A	\$ 13.0625
Common Stock, par value \$1	05/27/2005		M		10,000	A	\$ 9.8125
Common Stock, par value \$1	05/27/2005		M		7,500	A	\$ 9.375
					11,605		
					19,105		

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Common Stock, par value \$1	05/27/2005	M	19,167	A	\$ 12.3125	38,272	D
Common Stock, par value \$1	05/27/2005	M	11,728	A	\$ 13.4	50,000	D
Common Stock, par value \$1	05/27/2005	S	32,400	D	\$ 30.9	17,600	D
Common Stock, par value \$1	05/27/2005	S	9,100	D	\$ 30.91	8,500	D
Common Stock, par value \$1	05/27/2005	S	1,700	D	\$ 30.92	6,800	D
Common Stock, par value \$1	05/27/2005	S	2,700	D	\$ 30.93	4,100	D
Common Stock, par value \$1	05/27/2005	S	1,200	D	\$ 30.94	2,900	D
Common Stock, par value \$1	05/27/2005	S	200	D	\$ 30.95	2,700	D
Common Stock, par value \$1	05/27/2005	S	1,200	D	\$ 30.96	1,500	D
Common Stock, par value \$1	05/27/2005	S	1,500	D	\$ 30.97	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)
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	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy) ⁽¹⁾							Common Stock, \$1 par value	0
\$ 13.0625	M		1,605		(2)	06/18/2008		
Option (Right to Buy) ⁽¹⁾							Common Stock, \$1 par value	10,000
\$ 9.8125	M		10,000		(3)	06/04/2009		
Option (Right to Buy) ⁽¹⁾							Common Stock, \$1 par value	7,500
\$ 9.375	M			7,500	(4)	06/13/2010		
Option (Right to Buy) ⁽¹⁾							Common Stock, \$1 par value	19,167
\$ 12.3125	M		19,167		(5)	12/19/2010		
Option (Right to Buy) ⁽¹⁾							Common Stock, \$1 par value	11,728
\$ 13.4	M		11,728		(6)	03/26/2011		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUANE FRANCIS K C/O PHILLIPS-VAN HEUSEN CORPORATION 200 MADISON AVENUE NEW YORK, NY 10016			Vice Chairman, Sportswear	

Signatures

Francis K.
Duane 05/27/2005

**Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) All options exercisable for shares of Issuer's Common Stock, \$1 par value
- (2) Options to acquire 535 shares exercisable on each of 6/18/01, 6/18/02 and 6/18/03.
- (3) Options to acquire 3,333 shares became exercisable on each of 6/4/02 and 6/4/03 and options to acquire a further 3,334 shares became exercisable on 6/4/04.
- (4) Options to acquire 2,500 shares became exercisable on each of 6/13/02, 6/13/03 and 6/13/04.
- (5) Options to acquire 4,167 shares became exercisable on 12/19/01 and options to acquire a further 5,000 shares became exercisable on 12/19/02, 12/19/03 and 12/19/04.

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(6) Options to acquire 7,500 shares became exercisable on 3/26/02 and options to acquire 4,228 shares became exercisable on 3/26/03.

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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