SIRKIN ALLEN E

Form 4 March 24, 2010

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005
Estimated average

0.5

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if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

Form 5
obligations
may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SIRKIN ALLEN E			2. Issuer Name <b>and</b> Ticker or Trading Symbol PHILLIPS VAN HEUSEN CORP	5. Relationship of Reporting Person(s) to Issuer			
			/DE/ [PVH]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% Owner Other (specify			
C/O PHILLIPS-VAN HEUSEN			03/22/2010	below) below) President & COO			

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

(Street) 4. If Amendment, Date 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

NEW YORK, NY 10016

(City)	(State) (	Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock, \$1 par value	03/22/2010		A	2,485 (1)	A	\$ 0	123,400 (2)	D		
Common Stock, \$1 par value	03/22/2010		F	1,151 (3)	D	\$ 55.43	122,199 (2)	D		
Common Stock, \$1 par value							17,984.271	I	By 401(k) Plan	

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

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 control number.

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

	<ol> <li>Title of</li> </ol>	2.	3. Transaction Date	3A. Deemed	4.	4	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ction	Number	Expiration D	ate	Amou	int of	Derivative	
	Security	or Exercise		any	Code	(	of	(Month/Day/	Year)	Under	lying	Security	
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	3) I	Derivative			Secur	ities	(Instr. 5)	
		Derivative					Securities			(Instr. 3 and 4)			
Security						Acquired							
		•				(	(A) or						
						]	Disposed						
						(	of (D)						
						(	(Instr. 3,						
						4	4, and 5)						
											Amount		
								Date	Expiration	m: .1	or		
								Exercisable Date	Title Number				
					G 1	T 7	(A) (B)				of		
					Code	V (	(A) (D)				Shares		

### **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

SIRKIN ALLEN E C/O PHILLIPS-VAN HEUSEN CORPORATION 200 MADISON AVENUE NEW YORK, NY 10016

President & COO

#### **Signatures**

Allen E. Sirkin 03/24/2010 \*\*Signature of Date Reporting Person

# **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) Represents shares received upon settlement of a performance share award.
- (2) Includes 97,135 shares of Common Stock subject to awards of restricted stock units.
- Represents shares withheld to satisfy the Reporting Person's tax obligations with the settlement of the performance share award described in Note (1) above.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2

9. Ni Deriv

**SEC 1474** 

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