Shaffer Michael A Form 4 April 07, 2010

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

0.5

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average

burden hours per response...

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

may continue.

See Instruction

Check this box

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 A Shaffer Mid	2. Issuer Name <b>and</b> Ticker or Trading Symbol PHILLIPS VAN HEUSEN CORP /DE/ [PVH]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)					
(Last) (First) (Middle)  C/O PHILLIPS-VAN HEUSEN			(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 04/05/2010				Director 10% Owner Softier (give title Other (specify below) Below) Executive VP and CFO			
CORPORA AVENUE											
	(Street) 4. If Amer Filed(Mon				_	1		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEW YOR						Form filed by More than One Reporting Person					
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5)				Indirect (I)		
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock, \$1 par value	04/05/2010			F	512 (1)	D	\$ 60.03	22,785 (2)	D		
Common Stock, \$1 par value (3)	04/06/2010			A	5,100 (3)	A	\$ 0 (3)	27,885 <u>(4)</u>	D		
Common Stock, \$1 par value								6,625.476	I	By 401(k) plan	

#### Edgar Filing: Shaffer Michael A - Form 4

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.

**SEC 1474** (9-02)

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

1. Title of	2.	3. Transaction Date	ction Date 3A. Deemed		5. Number of	6. Date Exercisable and		7. Title and Amount of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	Securities	(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)				
	Derivative				or Disposed of				
	Security				(D)				
	·				(Instr. 3, 4,				
					and 5)				
						ъ.	E		Amount
						Date	Expiration	Title	or
				C 1 W	(A) (D)	Exercisable	Date		Number
				Code V	(A) (D)				of Shares
Option								Common	
(Right to	\$ 60.08	04/06/2010		A	19,300	<u>(6)</u>	04/06/2020	Stock, \$1	19,300
Buy) (5)								par value	

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Shaffer Michael A C/O PHILLIPS-VAN HEUSEN CORPORATION 200 MADISON AVENUE NEW YORK, NY 10016

**Executive VP and CFO** 

### **Signatures**

Michael A. 04/06/2010 Shaffer

\*\*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).
- Represents shares withheld to satisfy the Reporting Person's tax obligations in connection with the vesting of 1,250 restricted stock units. The restricted stock units were reported as directly owned shares at the time they were granted.
- (2) Includes 19,650 shares of Common Stock subject to awards of restricted stock units.

Represents shares subject to an award of restricted stock units. Each unit represents a contingent right to receive one share of Issuer's

(3) Common Stock. The units vest 25% (1,275 shares) on the second anniversary of grant, 25% (1,275 shares) on the third anniversary of grant and 50% (2,550 shares) on the fourth anniversary of grant. Vested shares are delivered as soon as practicable after they vest.

Reporting Owners 2

#### Edgar Filing: Shaffer Michael A - Form 4

- (4) Includes 3,135 shares of Common Stock owned outright and 24,750 shares of Common Stock subject to awards of restricted stock units.
- (5) All options exercisable for shares of Issuer's Common Stock, \$1 par value.
- (6) Options to acquire 4,825 shares become exercisable on each of 4/06/2011, 4/06/2012, 4/06/2013 and 4/06/2014.

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.