

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2010-06-01** | Period of Report: **2010-05-27**

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### REPORTING OWNER

**Shaffer Michael A**

CIK: **1320097**

Type: **4** | Act: **34** | File No.: **001-07572** | Film No.: **10870833**

Mailing Address  
C/O PHILLIPS-VAN HEUSEN  
CORPORATION  
200 MADISON AVENUE  
NEW YORK NY 10016

### ISSUER

**PHILLIPS VAN HEUSEN CORP /DE/**

CIK: **78239** | IRS No.: **131166910** | State of Incorporation: **DE** | Fiscal Year End: **0130**

SIC: **2320** Men's & boys' furnishgs, work clothg, & allied garments

Mailing Address  
200 MADISON AVENUE  
NEW YORK NY 10016

Business Address  
200 MADISON AVENUE  
NEW YORK NY 10016  
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# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person <b>Shaffer Michael A</b>			2. Issuer Name and Ticker or Trading Symbol <b>PHILLIPS VAN HEUSEN CORP /DE/ [PVH]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Executive VP and CFO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/27/2010</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
C/O PHILLIPS-VAN HEUSEN CORPORATION, 200 MADISON AVENUE			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) NEW YORK, NY 10016								
(City)	(State)	(Zip)						

**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, \$1 par value <sup>(1)</sup>	05/27/2010		A		928 <sup>(1)</sup>	A	\$ 0 <sup>(1)</sup>	28,245 <sup>(2)</sup>	D	
Common Stock, \$1 par value								6,625.476	I	By 401(k) plan

**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 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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					
Option (Right to Buy) <sup>(3)</sup>	\$56.04	05/27/2010		A		3,500	<sup>(4)</sup>	05/27/2020	Common Stock, \$1 par value	3,500	\$ 0	3,500	D

**Explanation of Responses:**

1. Represents shares subject to an award of restricted stock units. Each unit represents a contingent right to receive one share of Issuer's Common Stock. The units vest 25% (232 shares) on the second anniversary of grant, 25% (232 shares) on the third anniversary of grant and 50% (464 shares) on the fourth anniversary of grant. Vested shares are delivered as soon as practicable after they vest.
2. Includes 4,629 shares of Common Stock owned outright and 23,616 shares of Common Stock subject to awards of restricted stock units.
3. All options exercisable for shares of Issuer's Common Stock, \$1 par value.
4. Options to acquire 875 shares become exercisable on each of 5/27/2011, 5/27/2012, 5/27/2013 and 5/27/2014.

### Signatures

Michael A. Shaffer

\*\* Signature of Reporting Person

06/01/2010

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.

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