

PHILLIPS VAN HEUSEN CORP /DE/

Form 4

June 01, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
RUSSO VINCENT A

(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
____X____ Officer (give title below) ____ Other (specify below)
Vice President, Controller

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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		3,000	A	\$ 14.25	16,912	D
Common Stock, Par value \$1	05/27/2005		M		4,000	A	\$ 13.0625	20,912	D
Common Stock, Par value \$1	05/27/2005		M		4,488	A	\$ 9.375	25,400	D

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Common Stock, Par value \$1	05/27/2005	M	10,000	A	\$ 13.4	35,400	D
Common Stock, Par value \$1	05/27/2005	M	5,000	A	\$ 12.34	40,400	D
Common Stock, Par value \$1	05/27/2005	D	2,500	A	\$ 19.1	42,900	D
Common Stock, Par value \$1	05/27/2005	S	13,200	D	\$ 30.75	29,700	D
Common Stock, Par value \$1	05/27/2005	S	1,288	D	\$ 30.82	28,412	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)	8. Amount or Number of Shares
Option (Right to Buy) ⁽¹⁾	\$ 14.25	05/27/2005		M	3,000	⁽²⁾ 06/17/2007	Common Stock, \$1 par value	3,000
Option (Right to Buy) ⁽¹⁾	\$ 13.0625	05/27/2005		M	4,000	⁽³⁾ 06/18/2008	Common Stock, \$1 par value	4,000
Option (Right to Buy) ⁽¹⁾	\$ 9.375	05/27/2005		M	4,488	⁽⁴⁾ 06/13/2010	Common Stock, \$1 par value	4,488
Option (Right to	\$ 13.4	05/27/2005		M	10,000	⁽⁵⁾ 03/26/2011	Common Stock, \$1	10,000

Buy) ⁽¹⁾								par value	
Option (Right to Buy) ⁽¹⁾	\$ 12.34	05/27/2005	M	5,000	⁽⁶⁾	04/02/2013	Common Stock, \$1 par value	5,000	
Option (Right to Buy) ⁽¹⁾	\$ 19.1	05/27/2005	M	2,500	⁽⁷⁾	04/27/2014	Common Stock, \$1 par value	2,500	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RUSSO VINCENT A C/O PHILLIPS-VAN HEUSEN CORPORATION 200 MADISON AVENUE NEW YORK, NY 10016			Vice President, Controller	

Signatures

Vincent A. Russo 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 1,000 shares became exercisable on each of 06/17/00, 06/17/01, 06/17/02.
- (3) Options to acquire 1,333 shares became exercisable on each of 6/18/01 and 6/18/02 and a further 1,334 shares became exercisable on 6/18/03.
- (4) Options to acquire 1,112 shares became exercisable on each of 6/13/01, 6/13/02, 6/13/03 and 6/13/04.
- (5) Options to acquire 2,500 shares became exercisable on each of 3/26/02, 3/26/03, 3/26/04 and 3/26/05.
- (6) Options to acquire 2,500 shares became exercisable on 4/2/04 and 4/2/05 and a further 2,500 shares will become exercisable on each of 4/2/06 and 4/2/07.
- (7) Options to acquire 2,500 shares became exercisable on 4/27/05 and options to acquire a further 2,500 shares will become exercisable on each of 4/27/06, 4/27/07 and 4/27/08.

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.