JENKINS MARGARET

Form 4

January 15, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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 * JENKINS MARGARET | | | 2. Issuer Name and Ticker or Trading Symbol PHILLIPS VAN HEUSEN CORP /DE/ [PVH] | | | | s | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|--|---|-------|---|------------------|-----------|--------|--|---|---|----------|--|
| (Last) 9 BARONI | (First) NE COURT | (Moi | | (Month/Day/Year) | | | | XDirector10% Owner Officer (give title below) Other (specify below) | | | |
| | (Street) | | | (Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| GREER, SC 29650 | | | | | | | Ī | Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | Tab | le I - Non- | Derivativ | e Secu | rities Acqui | ired, Disposed of, | 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. 4. Securities Acquired (A) Transactiom Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price | | | (D) | 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) | | |
| Common Stock, \$1 par value | 01/14/2010 | | | M | 7,500 | A | \$ 41.4 | 14,420 (1) | D | | |
| Common Stock, \$1 par value | 01/14/2010 | | | S | 7,500 | D | \$ 43.8443 (2) | 6,920 <u>(1)</u> | D | | |

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

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

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| 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. Transactic Code (Instr. 8) | 5. Number on 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 I S (|
|---|---|---|---|--|---|--|-----------------|---|--|------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Option (Right to Buy) (3) | \$ 41.4 | 01/14/2010 | | M | 7,500 | <u>(4)</u> | 09/21/2016 | Common Stock, \$1 par value | 7,500 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| JENKINS MARGARET 9 BARONNE COURT GREER, SC 29650 | X | | | | | |

Signatures

Margaret L. 11/14/2010 Jenkins

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 6,920 shares of Common Stock subject to awards of restricted stock units.
 - The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.76 to \$43.90, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the
- Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (3) All options exercisable for shares of Issuer's Common Stock, \$1 par value.
- (4) Options to acquire 2,500 Shares became exercisable on each of 9/21/2007, 9/21/2008 and 9/21/2009.

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