

PHILLIPS VAN HEUSEN CORP /DE/

Form 4

March 24, 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 *
KLATSKY BRUCE J

(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)
03/22/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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	03/22/2005		M		229,100	A	\$ 18.75	229,100	D
Common Stock, par value \$1	03/22/2005		S		22,500	D	\$ 27.5	206,600	D
Common Stock, par value \$1	03/22/2005		S		3,200	D	\$ 27.51	203,400	D

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Common Stock, par value \$1	03/22/2005	S	5,100	D	\$ 27.52	198,300	D
Common Stock, par value \$1	03/22/2005	S	5,100	D	\$ 27.53	193,200	D
Common Stock, par value \$1	03/22/2005	S	3,800	D	\$ 27.54	189,400	D
Common Stock, par value \$1	03/22/2005	S	1,900	D	\$ 27.55	187,500	D
Common Stock, par value \$1	03/22/2005	S	7,200	D	\$ 27.56	180,300	D
Common Stock, par value \$1	03/22/2005	S	11,400	D	\$ 27.57	168,900	D
Common Stock, par value \$1	03/22/2005	S	14,400	D	\$ 27.58	154,500	D
Common Stock, par value \$1	03/22/2005	S	12,000	D	\$ 27.59	142,500	D
Common Stock, par value \$1	03/22/2005	S	18,300	D	\$ 27.6	124,200	D
Common Stock, par value \$1	03/22/2005	S	24,300	D	\$ 27.61	99,900	D
Common Stock, par value \$1	03/22/2005	S	1,100	D	\$ 27.62	98,800	D
Common Stock, par value \$1	03/22/2005	S	8,300	D	\$ 27.63	90,500	D
Common Stock, par value \$1	03/22/2005	S	3,800	D	\$ 27.64	86,700	D
Common Stock, par value \$1	03/22/2005	S	200	D	\$ 27.65	86,500	D
Common Stock, par	03/22/2005	S	400	D	\$ 27.66	86,100	D

value \$1

Common Stock, par value \$1	03/22/2005	S	600	D	\$ 27.67	85,500	D
Common Stock, par value \$1	03/22/2005	S	2,600	D	\$ 27.68	82,900	D
Common Stock, par value \$1	03/22/2005	S	400	D	\$ 27.69	82,500	D
Common Stock, par value \$1	03/22/2005	S	1,200	D	\$ 27.7	81,300	D
Common Stock, par value \$1	03/22/2005	S	1,000	D	\$ 27.71	80,300	D
Common Stock, par value \$1	03/22/2005	S	2,000	D	\$ 27.72	78,300	D
Common Stock, par value \$1	03/22/2005	S	5,100	D	\$ 27.73	73,200	D
Common Stock, par value \$1	03/22/2005	S	1,100	D	\$ 27.74	72,100	D
Common Stock, par value \$1	03/22/2005	S	1,300	D	\$ 27.75	70,800	D
Common Stock, par value \$1	03/22/2005	S	11,200	D	\$ 27.76	59,600	D
Common Stock, par value \$1	03/22/2005	S	5,700	D	\$ 27.77	53,900	D
Common Stock, par value \$1	03/22/2005	S	1,500	D	\$ 27.78	52,400	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)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (Right to Buy) ⁽¹⁾	\$ 18.75	03/22/2005		M	229,100	⁽²⁾ 04/11/2011	Common Stock, \$1 par value 229,100

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KLATSKY BRUCE J C/O PHILLIPS-VAN HEUSEN CORPORATION 200 MADISON AVENUE NEW YORK, NY 10016	X Chairman and CEO

Signatures

Bruce J. Klatsky 03/22/2005

____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) All options exercisable for shares of Issuer's Common Stock, \$1 par value.

(2) Options to acquire 70,000 shares became exercisable on 11/5/04 and options to acquire 158,400 shares became exercisable on 11/26/04.

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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