

GRIEDER DANIEL

Form 4/A

June 11, 2018

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GRIEDER DANIEL

(Last) (First) (Middle)

C/O TOMMY HILFIGER U.S.A,
INC., 601 WEST 26TH STREET

(Street)

NEW YORK, NY 10001

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
PVH CORP. /DE/ [PVH]

3. Date of Earliest Transaction
(Month/Day/Year)

06/01/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)
06/05/2018

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

CEO Tommy Hilfiger &PVH Europe

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, \$1 par value	06/01/2018		M		8,700	A	\$ 115.05	33,569 <u>(1)</u>	D
Common Stock, \$1 par value	06/01/2018		M		1,954	A	\$ 124.53	35,523 <u>(1)</u>	D
Common Stock, \$1 par value	06/01/2018		M		1,650	A	\$ 117.71	37,173 <u>(1)</u>	D
Common Stock, \$1	06/01/2018		M		8,775	A	\$ 107.47	45,948 <u>(1)</u>	D

par value

Common

Stock, \$1	06/01/2018		M	8,850	A	\$ 99.39	54,798 ⁽¹⁾	D
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par value

Common

Stock, \$1	06/01/2018		M	4,300	A	\$ 101.9	59,098 ⁽¹⁾	D
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par value

Common

Stock, \$1	06/01/2018		S	43,200	D	\$ 158.5983 ⁽²⁾	15,898 ⁽¹⁾	D
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par value

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. Derivative Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy) ⁽³⁾	\$ 115.05	06/01/2018		M		8,700		⁽⁴⁾	05/01/2023	Common Stock, \$1 par value.	8,700
Option (Right to Buy) ⁽³⁾	\$ 124.53	06/01/2018		M		1,954		⁽⁵⁾	04/03/2024	Common Stock, \$1 par value.	1,954
Option (Right to Buy) ⁽³⁾	\$ 117.71	06/01/2018		M		1,650		⁽⁶⁾	07/01/2024	Common Stock, \$1 par value.	1,650
Option (Right to Buy) ⁽³⁾	\$ 107.47	06/01/2018		M		8,775		⁽⁷⁾	04/02/2025	Common Stock, \$1 par value.	8,775
Option (Right to Buy) ⁽³⁾	\$ 99.39	06/01/2018		M		8,850		⁽⁸⁾	04/01/2026	Common Stock, \$1 par value.	8,850

Buy) ⁽³⁾								par value.
Option								Common
(Right to	\$ 101.9	06/01/2018	M	4,300	⁽⁹⁾	04/07/2027	Stock, \$1	4,300
Buy) ⁽³⁾							par value.	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRIEDER DANIEL C/O TOMMY HILFIGER U.S.A, INC. 601 WEST 26TH STREET NEW YORK, NY 10001			CEO Tommy Hilfiger &PVH Europe	

Signatures

Daniel Grieder 06/11/2018

 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) Includes 15,898 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 \$158.50 to \$158.95, 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.
- (2) All options exercisable for shares of Issuer's Common Stock, \$1 par value.
- (3) 2,175 options became exercisable on each of 5/1/14, 5/1/15, 5/1/16 and 5/1/17.
- (4) This was part of a grant of 8,100 options, 2,025 of which became exercisable on each of 4/3/15, 4/3/16, 4/3/17 and 4/3/18.
- (5) This was part of a grant of 2,200 options, 550 of which became exercisable on each of 7/1/15 and 7/1/16, 7/1/17. The remaining 550 options will become exercisable on 7/1/18.
- (6) This was part of a grant of 11,700 options, 2,925 of which became exercisable on each of 4/2/16 and 4/2/17 and 4/2/18. The remaining 2,925 options will become exercisable on 4/2/19.
- (7) This was part of a grant of 17,700 options, 4,425 of which became exercisable on each of 4/1/17 and 4/1/18. Of the remaining options, 4,425 options will become exercisable on each of 4/1/19 and 4/1/20.
- (8) This was part of a grant of 17,200 options, 4,300 of which became exercisable on 4/7/18. Of the remaining options, 4,300 options will become exercisable on each of 4/7/19, 4/7/20 and 4/7/21.
- (9)

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.