

FISCHER MARK D

Form 4

June 08, 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 *
FISCHER MARK D

(Last) (First) (Middle)

**C/O PVH CORP., 200 MADISON
AVENUE**

(Street)

NEW YORK, NY 10016

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/06/2018

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)

EVP, General Counsel & Sec.

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)
Common Stock, \$1 par value	06/06/2018		M	1,100	A \$ 115.05 13,943 ⁽¹⁾	D	
Common Stock, \$1 par value	06/06/2018		S	1,100	D \$ 164.252 12,843 ⁽¹⁾ ₍₂₎	D	
Common Stock, \$1 par value	06/07/2018		M	1,100	A \$ 115.05 13,943 ⁽¹⁾	D	
Common Stock, \$1	06/07/2018		S	1,100	D \$ 166 12,843 ⁽¹⁾	D	

par value

Common

Stock, \$1	06/08/2018		M	1,100	A	\$ 115.05	13,943 <u>(1)</u>	D
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par value

Common

Stock, \$1	06/08/2018		S	1,100	D	\$ 168	12,843 <u>(1)</u>	D
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par value

Common

Stock, \$1						702.012	I	By 401(k)
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par value

Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	\$ 115.05	06/06/2018		M	1,100	<u>(3)</u> 05/01/2024	Common Stock, \$1 par value.	1,100
Option (Right to Buy)	\$ 115.05	06/07/2018		M	1,100	<u>(3)</u> 05/01/2024	Common Stock, \$1 par value.	1,100
Option (Right to Buy)	\$ 115.05	06/08/2018		M	1,100	<u>(3)</u> 05/01/2024	Common Stock, \$1 par value.	1,100

Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

FISCHER MARK D
C/O PVH CORP.
200 MADISON AVENUE
NEW YORK, NY 10016

EVP, General Counsel & Sec.

Signatures

Mark D. Fischer

06/08/2018

**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 7,208 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 \$164.0601 to \$164.30 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) This was part of a grant of 3,300 options. Options to acquire 825 shares became exercisable on each of 5/01/14, 5/01/15, 5/01/16 and 5/01/17.
- (3)

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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