

Shaffer Michael A
Form 4
April 11, 2011

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Shaffer Michael A

2. Issuer Name and Ticker or Trading Symbol
PHILLIPS VAN HEUSEN CORP /DE/ [PVH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/07/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive VP and CFO

C/O PHILLIPS-VAN HEUSEN CORPORATION, 200 MADISON AVENUE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

NEW YORK, NY 10016

(City) (State) (Zip)

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	04/07/2011		A		5,544 (1)	\$ 0 (1)	33,506 (2) D
Common Stock, \$1 par value	04/07/2011		A		20,000	\$ 35.63	53,506 (2) D
Common Stock, \$1 par value	04/07/2011		A		20,000	\$ 38.98	73,506 (2) D

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Common Stock, \$1 par value	04/07/2011	A	20,000	A	\$ 58.6	93,506 ⁽²⁾	D	
Common Stock, \$1 par value	04/07/2011	S	60,000	D	\$ 65.4934 ⁽³⁾	33,506 ⁽²⁾	D	
Common Stock, \$1 par value	04/09/2011	F	954 ⁽⁴⁾	D	\$ 64.08	32,552 ⁽⁵⁾	D	
Common Stock, \$1 par value						6,642.39	I	By 401(k) plan

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) ⁽⁶⁾	\$ 64.97	04/07/2011		A	20,800	⁽⁷⁾	04/07/2021	Common Stock, \$1 par value	20,800
Option (Right to Buy) ⁽⁶⁾	\$ 35.63	04/07/2011		M	20,000	⁽⁸⁾	01/07/2016	Common Stock, \$1 par value	20,000
Option (Right to Buy) ⁽⁶⁾	\$ 38.98	04/07/2011		M	20,000	⁽⁹⁾	03/27/2016	Common Stock, \$1 par value	20,000
Option (Right to Buy) ⁽⁶⁾	\$ 58.6	04/07/2011		M	20,000	⁽¹⁰⁾	04/05/2017	Common Stock, \$1 par value	20,000

