

FISCHER MARK D

Form 4

January 15, 2010

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 *
FISCHER MARK D

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)

01/15/2010

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

SVP, General Counsel & Sec.

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 Ownership (Instr. 4)
Common Stock, \$1 par value	01/15/2010		M	2,500 A	\$ 13.4 6,836 ⁽¹⁾	D	
Common Stock, \$1 par value	01/15/2010		S	1,600 D	\$ 43.37 5,236 ⁽¹⁾	D	
Common Stock, \$1 par value	01/15/2010		S	900 D	\$ 43.38 4,336 ⁽¹⁾	D	

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Common Stock, \$1 par value 542.516 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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(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. Title and Amount of Underlying Securities (Instr. 3 and 4)
Option (Right to Buy) ⁽²⁾	\$ 13.4	01/15/2010		M	2,500	⁽³⁾ 03/26/2011	Common Stock, \$1 par value.	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships
FISCHER MARK D C/O PHILLIPS-VAN HEUSEN CORPORATION 200 MADISON AVENUE NEW YORK, NY 10016	Director 10% Owner Officer Other SVP, General Counsel & Sec.

Signatures

Mark D. Fischer 01/15/2010
 **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 4,212 shares of Common Stock subject to awards of restricted stock units.

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

(3) This was part of a grant of 10,000 options, 2,500 of which became exercisable on each of 3/26/02, 3/26/03, 3/26/04 and 3/26/05.

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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