

PHILLIPS VAN HEUSEN CORP /DE/  
Form 4  
December 06, 2005

**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 \*  
DUANE FRANCIS K

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)  
12/02/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Vice Chairman, Sportswear

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 Ownership (Instr. 4) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |   |
|                                 |                                      |  |                                | Code  | V   | Amount   |  |   |
| Common Stock, par value \$1     | 12/02/2005                           |  | M                              | 5,772   | A   | \$ 13.4  | 29,167                                     | D |
| Common Stock, par value \$1     | 12/02/2005                           |  | M                              | 22,500  | A   | \$ 14.92   | 51,667                                     | D |
| Common Stock, par value \$1     | 12/02/2005                           |  | M                              | 14,610  | A   | \$ 19.1  | 66,227                                     | D |

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|                             |            |   |        |   |          |        |   |
|-----------------------------|------------|---|--------|---|----------|--------|---|
| Common Stock, par value \$1 | 12/02/2005 | S | 200    | D | \$ 33.64 | 66,077 | D |
| Common Stock, par value \$1 | 12/02/2005 | S | 500    | D | \$ 33.65 | 65,577 | D |
| Common Stock, par value \$1 | 12/02/2005 | S | 100    | D | \$ 33.66 | 65,477 | D |
| Common Stock, par value \$1 | 12/02/2005 | S | 1,200  | D | \$ 33.67 | 64,277 | D |
| Common Stock, par value \$1 | 12/02/2005 | S | 600    | D | \$ 33.68 | 63,677 | D |
| Common Stock, par value \$1 | 12/02/2005 | S | 4,000  | D | \$ 33.7  | 59,677 | D |
| Common Stock, par value \$1 | 12/02/2005 | S | 500    | D | \$ 33.71 | 59,177 | D |
| Common Stock, par value \$1 | 12/02/2005 | S | 1,800  | D | \$ 33.72 | 57,377 | D |
| Common Stock, par value \$1 | 12/02/2005 | S | 1,700  | D | \$ 33.73 | 55,677 | D |
| Common Stock, par value \$1 | 12/02/2005 | S | 32,182 | D | \$ 33.75 | 23,495 | D |
| Common Stock, par value \$1 | 12/02/2005 | S | 100    | D | \$ 33.95 | 23,395 | D |

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

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SEC 1474  
(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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. D |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|------|

| (Instr. 3)                                 | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title                             | Amount<br>or<br>Number<br>of Shares |
|--|------------------------------------|------------------|------------|--|------|---|-----|-----|---------------------|--------------------|-----------------------------------|-------------------------------------|
| Option<br>(Right to<br>Buy) <sup>(1)</sup> | \$ 13.4                            | 12/02/2005       | M          | 5,772  |      |   |     |     | <sup>(2)</sup>      | 03/26/2011         | Common<br>Stock, \$1<br>par value | 5,772                               |
| Option<br>(Right to<br>Buy) <sup>(1)</sup> | \$ 14.92                           | 12/02/2005       | M          | 22,500   |      |   |     |     | <sup>(3)</sup>      | 04/04/2012         | Common<br>Stock, \$1<br>par value | 22,500                              |
| Option<br>(Right to<br>Buy) <sup>(1)</sup> | \$ 19.1                            | 12/02/2005       | M          | 14,610   |      |   |     |     | <sup>(4)</sup>      | 04/27/2014         | Common<br>Stock, \$1<br>par value | 14,610                              |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                 |       |
|--|---------------|-----------|---------------------------------|-------|
|  | Director      | 10% Owner | Officer                         | Other |
| DUANE FRANCIS K<br>C/O PHILLIPS-VAN HEUSEN CORPORATION<br>200 MADISON AVENUE<br>NEW YORK, NY 10016 |               |           | Vice<br>Chairman,<br>Sportswear |       |

## Signatures

Francis K.  
Duane

12/02/2005

\*\*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) All options exercisable for shares of Issuer's Common Stock, \$1 par value
- (2) Options to acquire 5,772 shares became exercisable on 3/26/05.
- (3) Options to acquire 7,500 shares became exercisable on each of 4/22/03, 4/22/04 and 4/22/05.
- (4) Options to acquire 14,610 shares became exercisable on 4/27/05.

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.