

PHILLIPS VAN HEUSEN CORP /DE/
Form 4
April 14, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ZACCARO MICHAEL B

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)
04/14/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice Chairman, Retail

C/O PHILLIPS-VAN HEUSEN CORPORATION, 1001 FRONTIER ROAD

(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

BRIDGEWATER, NJ 08807

(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)
			Code	V	Amount or Price		
Common Stock, par value \$1	04/12/2005		M		10,000 A \$ 11	10,000	D
Common Stock, par value \$1	04/12/2005		M		10,000 A \$ 9.8125	20,000	D
Common Stock, par value \$1	04/12/2005		M		10,000 A \$ 9.375	30,000	D

Common
 Stock, par 04/12/2005 S 20,000 D \$ 26.5 10,000 D
 value \$1

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. Amount or Number of Shares
Option (Right to Buy) ⁽¹⁾	\$ 11	04/12/2005		M	10,000	⁽²⁾ 08/05/2006	Common Stock, \$1 par value	10,000
Option (Right to Buy) ⁽¹⁾	\$ 9.8125	04/12/2005		M	10,000	⁽³⁾ 06/04/2009	Common Stock, \$1 par value	10,000
Option (Right to Buy) ⁽¹⁾	\$ 9.375	04/12/2005		M	10,000	⁽⁴⁾ 06/13/2010	Common Stock, \$1 par value	10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ZACCARO MICHAEL B
 C/O PHILLIPS-VAN HEUSEN CORPORATION
 1001 FRONTIER ROAD
 BRIDGEWATER, NJ 08807

Vice
 Chairman,
 Retail

Signatures

Michael B.
 Zaccaro

04/12/2005

Date

__Signature of
Reporting Person

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 3,333 shares became exercisable on each of 8/5/99 and 8/5/00 and options to acquire 3,334 shares became exercisable on 8/5/01.
- (3) Options to acquire 3,333 shares became exercisable on each of 6/4/02 and 6/4/03 and options to acquire 3,334 shares became exercisable on 6/4/04.
- (4) Options to acquire 2,500 shares became exercisable on each of 6/13/01, 6/13/02, 6/13/03 and 6/13/04.

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.