

GROSMAN MARC
Form 4
May 22, 2007

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 *
GROSMAN MARC

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)
05/18/2007

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

21 RUE BLANQU

(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

SAINT-OUEN CEDEX, I0 93406

(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 | 05/18/2007 | | M | | 4,000 A \$ 14.25 | 4,000 | D |
| Common Stock, \$1 par value | 05/18/2007 | | M | | 4,000 A \$ 13.0625 | 8,000 | D |
| Common Stock, \$1 par value | 05/18/2007 | | M | | 4,000 A \$ 9.9375 | 12,000 | D |
| Common Stock, \$1 par value | 05/18/2007 | | M | | 4,000 A \$ 9.375 | 16,000 | D |

par value

Common
Stock, \$1 05/18/2007 M 8,000 A \$ 14.11 24,000 D
par value

Common
Stock, \$1 05/18/2007 M 8,000 A \$ 14.14 32,000 D
par value

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 (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⁾ | \$ 14.25 | 05/18/2007 | | M | 4,000 | ⁽²⁾ 06/17/2007 | Common Stock, \$1 par value. | 4,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 13.0625 | 05/18/2007 | | M | 4,000 | ⁽³⁾ 06/18/2008 | Common Stock, \$1 par value. | 4,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 9.9375 | 05/18/2007 | | M | 4,000 | ⁽⁴⁾ 06/17/2009 | Common Stock, \$1 par value. | 4,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 9.375 | 05/18/2007 | | M | 4,000 | ⁽⁵⁾ 06/13/2010 | Common Stock, \$1 par value. | 4,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 14.11 | 05/18/2007 | | M | 8,000 | ⁽⁶⁾ 06/14/2011 | Common Stock, \$1 par value. | 8,000 |
| Option (Right to | \$ 14.14 | 05/18/2007 | | M | 8,000 | ⁽⁷⁾ 06/11/2012 | Common Stock, \$1 | 8,000 |

Buy) (1)

par value.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GROSMAN MARC 21 RUE BLANQUL SAINT-OUEN CEDEX, IO 93406 | | X | | |

Signatures

Marc Grosman 05/18/2007

**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 1,333 shares became exercisable on each of 6/17/00 and 6/17/01 and options to acquire 1,334 became exercisable on 6/17/02.
- (3) Options to acquire 1,333 shares became exercisable on each of 6/18/01 and 6/18/02 and options to acquire 1,334 became exercisable on 6/18/03.
- (4) Options to acquire 1,333 shares became exercisable on each of 6/17/02 and 6/17/03 and options to acquire 1,334 became exercisable on 6/17/04.
- (5) Options to acquire 1,000 shares became exercisable on each of 6/13/01, 6/13/02, 6/13/03 and 6/13/04.
- (6) Options to acquire 2,000 shares became exercisable on each of 6/14/02, 6/14/03, 6/14/04 and 6/14/05.
- (7) Options to acquire 2,000 shares became exercisable on each of 6/11/03, 6/11/04, 6/11/05 and 6/11/06.

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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