PHILLIPS VAN HEUSEN CORP /DE/

Form 4 June 03, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

Washington, D.C. 20549

OMB APPROVAL

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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

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **HOOTKIN PAMELA N** Issuer Symbol PHILLIPS VAN HEUSEN CORP (Check all applicable) /DE/ [PVH] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Other (specify _X__ Officer (give title . (Month/Day/Year) below) C/O 200 MADISON AVENUE 06/02/2008 SVP, Treasurer & Investor Rel (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting NEW YORK, NY 10016 Person

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	(A) or			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)
Common Stock, \$1 par value	06/02/2008		Code V M	Amount 6,531	(D)	Price \$ 13.0625	25,661 <u>(1)</u>	D	
Common Stock, \$1 par value	06/02/2008		S	3,100	D	\$ 44.3	22,561 (1)	D	
Common Stock, \$1 par value	06/02/2008		S	564	D	\$ 44.28	21,997 (1)	D	
Common Stock, \$1	06/02/2008		S	600	D	\$ 44.26	21,397 (1)	D	

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par value								
Common Stock, \$1 par value	06/02/2008	S	100	D	\$ 44.25	21,297 <u>(1)</u>	D	
Common Stock, \$1 par value	06/02/2008	S	700	D	\$ 44.24	20,597 (1)	D	
Common Stock, \$1 par value	06/02/2008	S	100	D	\$ 44.23	20,497 (1)	D	
Common Stock, \$1 par value	06/02/2008	S	100	D	\$ 44.21	20,397 (1)	D	
Common Stock, \$1 par value	06/02/2008	S	500	D	\$ 44.2	19,897 (1)	D	
Common Stock, \$1 par value	06/02/2008	S	300	D	\$ 44.19	19,597 (1)	D	
Common Stock, \$1 par value	06/02/2008	S	900	D	\$ 44.17	18,697 <u>(1)</u>	D	
Common Stock, \$1 par value	06/02/2008	S	467	D	\$ 44.16	18,230 (1)	D	
Common Stock, \$1 par value	06/02/2008	S	100	D	\$ 44.14	18,130 (1)	D	
Common Stock, \$1 par value	06/03/2008	G V	V 500	D	<u>(2)</u>	17,630 (1)	D	
Common Stock, \$1 par value						4,058.802	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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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	A. Deemed Execution Date, if Transaction Derivation Code Securities (Month/Day/Year) (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)		erivative rities nired or osed of r. 3, 4,	6. Date Exerc Expiration D (Month/Day/	ate	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) (3)	\$ 13.0625	06/02/2008		M		6,531	<u>(4)</u>	06/18/2008	Common Stock, \$1 par value	6,531

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HOOTKIN PAMELA N C/O 200 MADISON AVENUE NEW YORK, NY 10016

SVP, Treasurer & Investor Rel

De Sec (In

Signatures

Pamela N.

Hootkin 06/03/2008

**Signature of Person Date

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) Includes 2,500 shares of Common Stock subject to awards of restricted stock units.
- (2) Gift to 501(c)(3) charity.
- (3) All options exercisable for shares of Issuer's Common Stock, \$1 par value.
- (4) Options to acquire 2,177 shares become exercisable on each of 6/18/01, 6/18/02 and 6/18/03.

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.

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