

PHILLIPS VAN HEUSEN CORP /DE/
Form 4
March 24, 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 *
KLATSKY BRUCE J

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

(Last) (First) (Middle)
C/O PHILLIPS-VAN HEUSEN CORPORATION, 200 MADISON AVENUE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/22/2005

NEW YORK, NY 10016

(City) (State) (Zip)

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

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 or Price		
Common Stock, par value \$1	03/22/2005		M		\$ 229,100	D	
Common Stock, par value \$1	03/22/2005		S		\$ 27.5 206,600	D	
Common Stock, par value \$1	03/22/2005		S		\$ 27.51 203,400	D	

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Common Stock, par value \$1	03/22/2005	S	5,100	D	\$ 27.52	198,300	D
Common Stock, par value \$1	03/22/2005	S	5,100	D	\$ 27.53	193,200	D
Common Stock, par value \$1	03/22/2005	S	3,800	D	\$ 27.54	189,400	D
Common Stock, par value \$1	03/22/2005	S	1,900	D	\$ 27.55	187,500	D
Common Stock, par value \$1	03/22/2005	S	7,200	D	\$ 27.56	180,300	D
Common Stock, par value \$1	03/22/2005	S	11,400	D	\$ 27.57	168,900	D
Common Stock, par value \$1	03/22/2005	S	14,400	D	\$ 27.58	154,500	D
Common Stock, par value \$1	03/22/2005	S	12,000	D	\$ 27.59	142,500	D
Common Stock, par value \$1	03/22/2005	S	18,300	D	\$ 27.6	124,200	D
Common Stock, par value \$1	03/22/2005	S	24,300	D	\$ 27.61	99,900	D
Common Stock, par value \$1	03/22/2005	S	1,100	D	\$ 27.62	98,800	D
Common Stock, par value \$1	03/22/2005	S	8,300	D	\$ 27.63	90,500	D
Common Stock, par value \$1	03/22/2005	S	3,800	D	\$ 27.64	86,700	D
Common Stock, par value \$1	03/22/2005	S	200	D	\$ 27.65	86,500	D
Common Stock, par	03/22/2005	S	400	D	\$ 27.66	86,100	D

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value \$1

Common Stock, par value \$1	03/22/2005	S	600	D	\$ 27.67	85,500	D
Common Stock, par value \$1	03/22/2005	S	2,600	D	\$ 27.68	82,900	D
Common Stock, par value \$1	03/22/2005	S	400	D	\$ 27.69	82,500	D
Common Stock, par value \$1	03/22/2005	S	1,200	D	\$ 27.7	81,300	D
Common Stock, par value \$1	03/22/2005	S	1,000	D	\$ 27.71	80,300	D
Common Stock, par value \$1	03/22/2005	S	2,000	D	\$ 27.72	78,300	D
Common Stock, par value \$1	03/22/2005	S	5,100	D	\$ 27.73	73,200	D
Common Stock, par value \$1	03/22/2005	S	1,100	D	\$ 27.74	72,100	D
Common Stock, par value \$1	03/22/2005	S	1,300	D	\$ 27.75	70,800	D
Common Stock, par value \$1	03/22/2005	S	11,200	D	\$ 27.76	59,600	D
Common Stock, par value \$1	03/22/2005	S	5,700	D	\$ 27.77	53,900	D
Common Stock, par value \$1	03/22/2005	S	1,500	D	\$ 27.78	52,400	D

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy) ⁽¹⁾	\$ 18.75	03/22/2005		M	229,100	⁽²⁾	04/11/2011	Common Stock, \$1 par value	229,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KLATSKY BRUCE J C/O PHILLIPS-VAN HEUSEN CORPORATION 200 MADISON AVENUE NEW YORK, NY 10016	X		Chairman and CEO	

Signatures

Bruce J. Klatsky 03/22/2005

__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 70,000 shares became exercisable on 11/5/04 and options to acquire 158,400 shares became exercisable on 11/26/04.

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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