

WEBER MARK
Form 4
January 11, 2006

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 *
WEBER MARK

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)
Chief Executive Officer

(Last) (First) (Middle)

C/O PHILLIPS-VAN HEUSEN CORPORATION, 200 MADISON AVENUE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/09/2006

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, par value \$1	01/09/2006		M		73,100 A \$ 13.4	108,869	D
Common Stock, par value \$1	01/09/2006		S		47,000 D \$ 33.5	61,889	D
Common Stock, par value \$1	01/09/2006		S		200 D \$ 33.51	61,669	D

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Common Stock, par value \$1	01/09/2006	S	400	D	\$ 33.52	61,269	D
Common Stock, par value \$1	01/09/2006	S	2,100	D	\$ 33.53	59,169	D
Common Stock, par value \$1	01/09/2006	S	20,400	D	\$ 33.55	38,769	D
Common Stock, par value \$1	01/09/2006	S	2,100	D	\$ 33.56	36,669	D
Common Stock, par value \$1	01/09/2006	S	900	D	\$ 33.57	35,769	D
Common Stock, par value \$1	01/10/2006	M	1,293	A	\$ 13.4	37,062	D
Common Stock, par value \$1	01/10/2006	M	37,500	A	\$ 12.34	74,562	D
Common Stock, par value \$1	01/10/2006	M	56,250	A	\$ 14.92	130,812	D
Common Stock, par value \$1	01/10/2006	M	37,500	A	\$ 18.53	168,312	D
Common Stock, par value \$1	01/10/2006	M	11,693	A	\$ 9.8125	180,005	D
Common Stock, par value \$1	01/10/2006	M	5,414	A	\$ 12.75	185,419	D
Common Stock, par value \$1	01/10/2006	S	23,600	D	\$ 33.5	161,819	D
Common Stock, par value \$1	01/10/2006	S	4,000	D	\$ 33.52	157,819	D
Common Stock, par value \$1	01/10/2006	S	6,900	D	\$ 33.53	150,919	D
Common Stock, par	01/10/2006	S	900	D	\$ 33.54	150,019	D

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value \$1							
Common Stock, par value \$1	01/10/2006	S	57,800	D	\$ 33.55	92,219	D
Common Stock, par value \$1	01/10/2006	S	600	D	\$ 33.6	91,619	D
Common Stock, par value \$1	01/10/2006	S	100	D	\$ 33.62	91,519	D
Common Stock, par value \$1	01/10/2006	S	3,600	D	\$ 33.65	87,919	D
Common Stock, par value \$1	01/10/2006	S	700	D	\$ 33.66	87,219	D
Common Stock, par value \$1	01/10/2006	S	1,000	D	\$ 33.68	86,219	D
Common Stock, par value \$1	01/10/2006	S	300	D	\$ 33.69	85,919	D
Common Stock, par value \$1	01/10/2006	S	500	D	\$ 33.7	85,419	D
Common Stock, par value \$1	01/10/2006	S	300	D	\$ 33.71	85,119	D
Common Stock, par value \$1	01/10/2006	S	500	D	\$ 33.72	84,619	D
Common Stock, par value \$1	01/10/2006	S	15,700	D	\$ 33.73	68,919	D
Common Stock, par value \$1	01/10/2006	S	100	D	\$ 33.74	68,819	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)	8. Amount or Number of Shares
Option (Right to Buy) ⁽¹⁾	\$ 13.4	01/09/2006		M	73,100	⁽²⁾ 03/26/2011	Common Stock, \$1 par value	73,100
Option (Right to Buy) ⁽¹⁾	\$ 13.4	01/10/2006		M	1,293	⁽³⁾ 03/26/2011	Common Stock, \$1 par value	1,293
Option (Right to Buy) ⁽¹⁾	\$ 12.34	01/10/2006		M	37,500	⁽⁴⁾ 04/02/2013	Common Stock, \$1 par value	37,500
Option (Right to Buy) ⁽¹⁾	\$ 14.92	01/10/2006		M	56,250	⁽⁵⁾ 04/22/2012	Common Stock, \$1 par value	56,250
Option (Right to Buy) ⁽¹⁾	\$ 18.53	01/10/2006		M	37,500	⁽⁶⁾ 04/29/2014	Common Stock, \$1 par value	37,500
Option (Right to Buy) ⁽¹⁾	\$ 9.8125	01/10/2006		M	11,693	⁽⁷⁾ 06/04/2009	Common Stock, \$1 par value	11,693
Option (Right to Buy) ⁽¹⁾	\$ 12.75	01/10/2006		M	5,414	⁽⁸⁾ 03/05/2008	Common Stock, \$1 par value	5,414

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEBER MARK C/O PHILLIPS-VAN HEUSEN CORPORATION 200 MADISON AVENUE NEW YORK, NY 10016	X		Chief Executive Officer	

Signatures

Mark Weber

01/10/2005

**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 18,143 shares became exercisable on 3/26/02, options to acquire 18,750 shares became exercisable on each of 3/26/03 and 3/26/04 and options to acquire a further 17,457 shares became exercisable on 3/26/05.
 - (3) Options to acquire 1,293 shares became exercisable on 3/26/05.
 - (4) Options to acquire 18,750 shares became exercisable on each of 4/2/04 and 4/2/05.
 - (5) Options to acquire 18,750 shares became exercisable on each of 4/22/03, 4/22/04 and 4/22/05.
 - (6) Options to acquire 37,500 shares became exercisable on each of 4/29/05..
 - (7) Options to acquire 3,897 shares became exercisable on 6/4/02 and options to acquire 3,898 shares became exercisable on each of 6/4/03 and 6/4/04.
 - (8) Options to acquire 1,804 shares became exercisable on 3/5/01 and options to acquire 1,805 shares became exercisable on each of 3/5/02 and 3/5/03.

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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