

PHILLIPS VAN HEUSEN CORP /DE/
Form 4
March 27, 2006

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)
03/23/2006

____ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock, par value \$1	03/23/2006		M	1,671 A \$ 14.25	11,671	D	
Common Stock, par value \$1	03/23/2006		M	15,000 A \$ 13.0625	26,671	D	
Common Stock, par value \$1	03/23/2006		M	8,812 A \$ 13.4	35,483	D	

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Common Stock, par value \$1	03/23/2006	M	10,000	A	\$ 12.28	45,483	D
Common Stock, par value \$1	03/23/2006	M	7,500	A	\$ 14.92	52,983	D
Common Stock, par value \$1	03/23/2006	M	7,500	A	\$ 14.88	60,483	D
Common Stock, par value \$1	03/23/2006	S	43,283	D	\$ 39	17,200	D
Common Stock, par value \$1	03/23/2006	S	1,400	D	\$ 39.03	15,800	D
Common Stock, par value \$1	03/23/2006	S	5,500	D	\$ 39.04	10,300	D
Common Stock, par value \$1	03/23/2006	S	300	D	\$ 39.1	10,000	D

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⁾	\$ 14.25	03/23/2006		M	1,671	⁽²⁾ 06/17/2007	Common Stock, \$1 par value	1,671
Option (Right to	\$ 13.0625	03/23/2006		M	15,000	⁽³⁾ 06/18/2008	Common Stock, \$1	15,000

Buy) ⁽¹⁾								par value	
Option (Right to Buy) ⁽¹⁾	\$ 13.4	03/23/2006	M	8,812	⁽⁴⁾	03/26/2011	Common Stock, \$1	8,812	
							par value		
Option (Right to Buy) ⁽¹⁾	\$ 12.28	03/23/2006	M	10,000	⁽⁵⁾	07/10/2011	Common Stock, \$1	10,000	
							par value		
Option (Right to Buy) ⁽¹⁾	\$ 14.92	03/23/2006	M	7,500	⁽⁶⁾	04/22/2012	Common Stock, \$1	7,500	
							par value		
Option (Right to Buy) ⁽¹⁾	\$ 14.88	03/23/2006	M	7,500	⁽⁷⁾	06/17/2007	Common Stock, \$1	7,500	
							par value		

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

03/27/2006

^{**}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 557 shares became exercisable on each of 6/17/00, 6/17/01 and 6/17/02.
- (3) Options to acquire 5,000 shares became exercisable on each of 6/18/01, 6/18/02 and 6/18/03.
- (4) Options to acquire 2,203 shares became exercisable on each of 3/26/02, 3/26/03, 3/26/04 and 3/26/05.
- (5) Options to acquire 2,500 shares became exercisable on each of 7/10/02, 7/10/03, 7/10/04 and 7/10/05.
- (6) Options to acquire 2,500 shares became exercisable on each of 4/22/03, 4/22/04 and 4/22/05.
- (7) Options to acquire 5,000 shares became exercisable on 4/25/03 and options to acquire an additional 2,500 shares became exercisable on 4/25/04.

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.