#### FISCHER MARK D

Form 4

January 05, 2009

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

January 31, Expires: 2005

**OMB APPROVAL** 

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Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

(Time of Type K	esponses)					
1. Name and Address of Reporting Person * FISCHER MARK D			2. Issuer Name <b>and</b> Ticker or Trading Symbol PHILLIPS VAN HEUSEN CORP /DE/ [PVH]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)  C/O PHILLI CORPORAT AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 12/31/2008	Director 10% Owner X Officer (give title Other (specify below) SVP, General Counsel & Sec.		
NEW YORK	(Street)	•	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _Form filed by More than One Reporting		
NEW YORK				Person		
(City)	(State)	(Zip)		· ID: I C D C II O I		

(City)	(State)	(Zip) Tabl	e I - Non-E	<b>Derivative</b>	Secui	rities Acqu	ired, 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)	3. Transaction Code (Instr. 8)	4. Securi on(A) or Do (Instr. 3,	spose	d of (D)	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	12/31/2008		M	5,000	A	\$ 9.8125	7,500 (1)	D	
Common Stock, \$1 par value	12/31/2008		S	600	D	\$ 20.2	6,900 <u>(1)</u>	D	
Common Stock, \$1 par value	12/31/2008		S	1,900	D	\$ 20.21	5,000 (1)	D	

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par value	port on a separate line for each class of secu	rities bene	ficially ow	ned d	irectly or in		1	Plan
Common Stock, \$1						466.319	ī	By 401(k)
Common Stock, \$1 par value	12/31/2008	S	2,500	D	\$ 20.25	2,500 (1)	D	

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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 proof 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) (2)	\$ 9.8125	12/31/2008		M	5,000	<u>(3)</u>	06/04/2009	Common Stock, \$1 par value.	5,000

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# **Reporting Owners**

Reporting C	Relationships						
Toporting o				Officer	Other		
FISCHER MARK D C/O PHILLIPS-VAN H 200 MADISON AVEN NEW YORK, NY 1001			SVP, General Counsel & Sec.				
Signatures							
Mark D. Fischer	12/31/2008						
**Signature of Reporting Person	Date						

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## **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) All options exercisable for shares of Issuer's Common Stock, \$1 par value.
- (3) Options to acquire 2,500 shares became exercisable on each of 6/4/2000 and 6/4/2001.

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.