

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person * <u>Shaffer Michael A</u> (Last) (First) (Middle) C/O PVH CORP. 200 MADISON AVENUE (Street) NEW YORK NY 10016 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PVH CORP./DE/ [PVH]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive VP and CFO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/19/2011</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	(A) or (D)	Price			
Common Stock, \$1 par value	12/19/2011		M		24,750	A	\$36.45	56,273 ⁽¹⁾	D	
Common Stock, \$1 par value	12/19/2011		M		16,958	A	\$26.11	73,231 ⁽¹⁾	D	
Common Stock, \$1 par value	12/19/2011		S		41,708	D	\$68.2913 ⁽²⁾	31,523 ⁽¹⁾	D	
Common Stock, \$1 par value	12/20/2011		M		42	A	\$26.11	31,565 ⁽¹⁾	D	
Common Stock, \$1 par value	12/20/2011		S		42	D	\$69.03	31,523 ⁽¹⁾	D	
Common Stock, \$1 par value								6,650.208	I	By 401(k) plan

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option (Right to Buy)	\$36.45	12/19/2011		M			24,750	(3)	04/09/2018	Common Stock, \$1 par value.	24,750	\$0	8,250	D	
Option (Right to Buy)	\$26.11	12/19/2011		M			16,958	(4)	04/16/2019	Common Stock, \$1 par value.	16,958	\$0	17,042	D	
Option (Right to Buy)	\$26.11	12/20/2011		M			42	(4)	04/16/2019	Common Stock, \$1 par value.	42	\$0	17,000	D	

Explanation of Responses:

- Includes 22,372 shares of Common Stock subject to awards of restricted stock units.
- This price is a weighted average price. The sales occurred at prices from \$68.00 to \$68.71. The reporting person will provide to the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- This was part of a grant of 33,000 options, of which 8,250 options vested on each of 4/9/09, 4/9/10 and 4/9/11.
- This was part of a grant of 34,000 options, of which 8,500 options vested on each of 4/16/10 and 4/16/11.

Remarks:

Michael A. Shaffer 12/20/2011

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

