

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Shaffer Michael A</u> (Last) (First) (Middle) <u>C/O PHILLIPS-VAN HEUSEN CORPORATION</u> <u>200 MADISON AVENUE</u> (Street) <u>NEW YORK NY 10016</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PHILLIPS VAN HEUSEN 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>04/07/2011</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	04/07/2011		A		5,544 ⁽¹⁾	A	\$0 ⁽¹⁾	33,506 ⁽²⁾	D	
Common Stock, \$1 par value	04/07/2011		A		20,000	A	\$35.63	53,506 ⁽²⁾	D	
Common Stock, \$1 par value	04/07/2011		A		20,000	A	\$38.98	73,506 ⁽²⁾	D	
Common Stock, \$1 par value	04/07/2011		A		20,000	A	\$58.6	93,506 ⁽²⁾	D	
Common Stock, \$1 par value	04/07/2011		S		60,000	D	\$65.4934 ⁽³⁾	33,506 ⁽²⁾	D	
Common Stock, \$1 par value	04/09/2011		F		954 ⁽⁴⁾	D	\$64.08	32,552 ⁽⁵⁾	D	
Common Stock, \$1 par value								6,642.39	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) ⁽⁶⁾	\$64.97	04/07/2011		A		20,800		(7)	04/07/2021	Common Stock, \$1 par value	20,800	\$0	20,800	D	
Option (Right to Buy) ⁽⁶⁾	\$35.63	04/07/2011		M		20,000		(8)	01/07/2016	Common Stock, \$1 par value	20,000	\$0	0	D	
Option (Right to Buy) ⁽⁶⁾	\$38.98	04/07/2011		M		20,000		(9)	03/27/2016	Common Stock, \$1 par value	20,000	\$0	0	D	
Option (Right to Buy) ⁽⁶⁾	\$58.6	04/07/2011		M		20,000		(10)	04/05/2017	Common Stock, \$1 par value	20,000	\$0	0	D	

Explanation of Responses:

- Represents shares subject to an award of restricted stock units. Each unit represents a contingent right to receive one share of Issuer's Common Stock. The units vest 25% (1,386 shares) on the second anniversary of grant, 25% (1,386 shares) on the third anniversary of grant and 50% (2,772 shares) on the fourth anniversary of grant. Vested shares are delivered as soon as practicable after they vest.
- Includes 26,660 shares of Common Stock subject to awards of restricted stock units.
- This price is a weighted average price. The sales occurred at prices from \$64.95 to \$65.94. 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.
- Represents shares withheld to satisfy the Reporting Person's tax obligations in connection with the vesting of 2,063 restricted stock units. The restricted stock units were reported as directly owned shares at the time they were granted.
- Includes 24,597 shares of Common Stock subject to awards of restricted stock units.
- All options exercisable for shares of Issuer's Common Stock, \$1 par value.
- Options to acquire 5,200 shares become exercisable on each of 4/07/2012, 4/07/2013, 4/07/2014 and 4/07/2015.
- Options to acquire 5,000 shares became exercisable on each of 1/17/2007, 1/17/2008, 1/17/2009 and 1/17/2010.
- Options to acquire 5,000 shares became exercisable on each of 3/27/2007, 3/27/2008, 3/27/2009 and 3/27/2010.
- Options to acquire 5,000 shares became exercisable on each of 4/5/2008, 4/5/2009, 4/5/2010 and 4/5/2011.

Remarks:

Michael A. Shaffer

04/11/2011

** 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.

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