

**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 PHILLIPS-VAN HEUSEN CORPORATION 200 MADISON AVENUE  (Street) NEW YORK NY 10016  (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, Finance</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/17/2006</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	01/18/2006		M		5,000	A	\$12.34	5,000	D	
Common Stock, par value \$1	01/18/2006		M		2,500	A	\$19.1	7,500	D	
Common Stock, par value \$1	01/18/2006		S		100	D	\$35.1	7,400	D	
Common Stock, par value \$1	01/18/2006		S		4,400	D	\$35.02	3,000	D	
Common Stock, par value \$1	01/18/2006		S		300	A	\$35	2,700	D	
Common Stock, par value \$	01/18/2006		S		2,700	A	\$34.93	0	D	

**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
Options (Right to Buy)	\$35.63	01/17/2006		A		20,000		(1)	01/16/2016	Common Stock, \$1 par value	20,000	\$0	20,000	D	
Options (Right to Buy)	\$12.34	01/18/2006		M		5,000		(2)	06/17/2007	Common Stock, \$1 par value	5,000	\$0	5,000	D	
Options (Right to Buy)	\$19.1	01/18/2006		M		2,500		(3)	04/27/2014	Common Stock, \$1 par value	2,500	\$0	7,500	D	

**Explanation of Responses:**

- Options to acquire 5,000 shares exercisable on each of 1/17/07, 1/17/08, 1/17/09, 1/17/10.
- Options to acquire 2,500 shares became exercisable on each of 4/2/04 and 4/2/05.
- Options to acquire 2,500 shares became exercisable on 4/27/05.

**Remarks:**

Michael A. Shaffer

01/18/2006

\*\* 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.