

**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 *<br><u>KLATSKY BRUCE J</u><br><br>(Last) (First) (Middle)<br><u>C/O PHILLIPS-VAN HEUSEN CORPORATION</u><br><u>200 MADISON AVENUE</u><br><br>(Street)<br><u>NEW YORK NY 10016</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>PHILLIPS VAN HEUSEN CORP /DE/ [ PVH ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>Chairman and CEO</b> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>11/30/2004</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     | 11/30/2004                           |  | M                              |   | 31,100  | A          | \$9.375   | 31,100  | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | M                              |   | 80,183  | A          | \$9.8125  | 111,283   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | M                              |   | 34,650  | A          | \$12.34   | 145,933   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | M                              |   | 59,117  | A          | \$13.0625 | 205,050   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 3,000   | D          | \$27.1    | 202,050   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 300   | D          | \$27.13   | 201,750   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 3,200   | D          | \$27.15   | 198,550   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 2,200   | D          | \$27.16   | 196,350   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 3,500   | D          | \$27.18   | 192,850   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 100   | D          | \$27.19   | 192,750   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 2,100   | D          | \$27.2    | 190,650   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 1,100   | D          | \$27.22   | 189,550   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 2,000   | D          | \$27.23   | 187,550   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 3,900   | D          | \$27.24   | 183,650   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 7,400   | D          | \$27.25   | 176,250   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 9,900   | D          | \$27.26   | 166,350   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 2,900   | D          | \$27.27   | 163,450   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 55,500  | D          | \$27.28   | 107,950   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 13,600  | D          | \$27.29   | 94,350  | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 52,850  | D          | \$27.3    | 41,500  | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 10,800  | D          | \$27.31   | 30,700  | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 5,800   | D          | \$27.32   | 24,900  | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 4,100   | D          | \$27.33   | 20,800  | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 3,700   | D          | \$27.34   | 17,100  | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 1,900   | D          | \$27.35   | 15,200  | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 600   | D          | \$27.36   | 14,600  | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 3,000   | D          | \$27.37   | 11,600  | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 4,300   | D          | \$27.38   | 7,300   | D  |   |
| Common Stock, Par value \$1     | 11/30/2004                           |  | S                              |   | 3,400   | D          | \$27.39   | 3,900   | D  |   |

**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     | 11/30/2004                           |  | S                              |   | 3,500   | D          | \$27.4 | 400   | 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 |
| Option (Right to Buy) <sup>(1)</sup>       | \$9.375  | 11/30/2004                           |  | M                              |   |  | 31,000 | (2)  | 06/13/2010      | Common Stock, \$1 par value   | 31,000                                     | \$0  | 0   | D  |       |
| Option (Right to Buy) <sup>(1)</sup>       | \$9.8125   | 11/30/2004                           |  | M                              |   |  | 80,183 | (3)  | 06/04/2009      | Common Stock, \$1 par value   | 80,183                                     | \$0  | 19,817  | D  |       |
| Option (Right to Buy) <sup>(1)</sup>       | \$12.34  | 11/30/2004                           |  | M                              |   |  | 34,650 | (4)  | 04/02/2013      | Common Stock, \$1 par value   | 34,650                                     | \$0  | 115,350   | D  |       |
| Option (Right to Buy) <sup>(1)</sup>       | \$13.0625  | 11/30/2004                           |  | M                              |   |  | 59,117 | (5)  | 06/18/2008      | Common Stock, \$1 par value   | 59,117                                     | \$0  | 40,883  | D  |       |

**Explanation of Responses:**

- All options exercisable for shares of Issuer's Common Stock, \$1 par value.
- Options became exercisable on 6/13/2004.
- Options to acquire 33,332 shares became exercisable on 6/4/2002, options to acquire 33,334 shares became exercisable on 6/4/2003 and options to acquire 13,517 shares became exercisable on 6/4/2004.
- Options became exercisable on 4/2/2004.
- Options to acquire 33,333 shares became exercisable on 6/18/2001 and options to acquire 25,784 shares became exercisable on 6/18/2002.

**Remarks:**

/s/ Bruce J. Klatsky

11/30/2004

\*\* 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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