SECURITIES & EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

(Mark One)

X QUARTERLY REPORT UNDER SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended November 1, 1998

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from to

Commission file number 1-724

PHILLIPS-VAN HEUSEN CORPORATION
(Exact name of registrant as specified in its charter)

Delaware	13-1166910
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

1290 Avenue of the Americas	New York, New York	10104
(Address of principal executive offices)		(Zip Code)

Registrant's telephone number (212) 541-5200

Indicate by check mark whether registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrant was required to file such reports), and (2) has been subject to such filing requirement for the past 90 days.
Yes X No

The number of outstanding shares of common stock, par value $1.00 per share, of Phillips-Van Heusen Corporation as of December 2, 1998: 27,274,084 shares.

PHILLIPS-VAN HEUSEN CORPORATION

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Independent Accountants Review Report

Stockholders and Board of Directors
Phillips-Van Heusen Corporation

We have reviewed the accompanying condensed consolidated balance sheet of Phillips-Van Heusen Corporation as of November 1, 1998, and the related condensed consolidated statements of operations for the thirteen and thirty-nine week periods ended November 1, 1998 and November 2, 1997, and the related condensed consolidated statements of cash flows for the thirty-nine week periods ended November 1, 1998 and November 2, 1997. These financial statements are the responsibility of the Company's management.

We conducted our reviews in accordance with standards established by the American Institute of Certified Public Accountants. A review of interim financial information consists principally of applying analytical procedures to financial data, and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards, which will be performed for the full year with the objective of expressing an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying condensed consolidated financial statements referred to above for them to be in conformity with generally accepted accounting principles.

We have previously audited, in accordance with generally accepted auditing standards, the consolidated balance sheet of Phillips-Van Heusen Corporation as of February 1, 1998, and the related consolidated statements of operations, changes in stockholders' equity, and cash flows for the year then ended (not presented herein) and in our report dated March 10, 1998, except for the long-term debt note, which is as of April 22, 1998, we expressed an unqualified opinion on those consolidated financial statements. In our opinion, the information set forth in the accompanying condensed consolidated balance sheet as of February 1, 1998, is fairly stated, in all material respects, in relation to the consolidated balance sheet from which it has been derived.

ERNST & YOUNG LLP

New York, New York
November 17, 1998

Phillips-Van Heusen Corporation
Condensed Consolidated Balance Sheets
(In thousands, except share data)

	UNAUDITED November 1, 1998	AUDITED February 1, 1998
ASSETS		
Current Assets:		
Cash, including cash equivalents of $6,695 and $1,413	$ 11,070	$ 11,748
Trade receivables, less allowances of $2,323 and $2,911	125,969	88,656
Inventories	285,512	249,534
Other, including deferred taxes of $19,031	40,825	35,080
Total Current Assets	463,376	385,018
Property, Plant and Equipment	91,652	94,582
Goodwill	114,123	116,467
Other Assets, including deferred taxes of $44,659 and $44,094	75,601	64,392
	$744,752	$660,459
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities:		
Notes payable	$ 84,100	$ 7,900
Accounts payable	30,855	36,233
Accrued expenses	85,405	89,202
Total Current Liabilities	200,360	133,335
Long-Term Debt	248,709	241,004
Other Liabilities	67,768	65,815
Stockholders' Equity:		
Preferred Stock, par value $100 per share; 150,000 shares authorized, no shares outstanding		
Common Stock, par value $1 per share; 100,000,000 shares authorized; shares issued 27,237,213 and 27,179,244	27,237	27,179
Additional Capital	117,394	116,954
Retained Earnings	83,284	76,172
Total Stockholders' Equity	227,915	220,305
	$744,752	$660,459

See accompanying notes.

Phillips-Van Heusen Corporation
Condensed Consolidated Statements of Operations
Unaudited
(In thousands, except per share data)

	Thirteen Weeks Ended		Thirty-Nine Weeks Ended	
	November 1, 1998	November 2, 1997	November 1, 1998	November 2, 1997
Net sales	$374,392	$413,643	$976,528	$1,013,026
Cost of goods sold	246,329	273,527	636,894	677,945
Gross profit	128,063	140,116	339,634	335,081
Selling, general and administrative expenses	98,849	114,153	296,573	316,167
Year 2000 computer conversion expenses	2,125		6,375	
Facility and store closing, restructuring and other expenses				41,150
Income (loss) before interest, taxes and extraordinary item	27,089	25,963	36,686	(22,236)
Interest expense, net	7,374	5,958	19,494	16,234
Income (loss) before taxes and extraordinary item	19,715	20,005	17,192	(38,470)
Income tax expense (benefit)	5,699	5,453	4,940	(15,197)
Income (loss) before extraordinary item	14,016	14,552	12,252	(23,273)
Extraordinary loss on debt retirement, net of tax benefit			(1,060)	
Net income (loss)	$ 14,016	$ 14,552	$ 11,192	$ (23,273)
Basic net income (loss) per share:				
Income (loss) before extraordinary item	$ 0.51	$ 0.54	$ 0.45	$ (0.86)
Extraordinary loss, net of tax benefit			(0.04)	
Net income (loss) per share	$ 0.51	$ 0.54	$ 0.41	$ (0.86)
Diluted net income (loss) per share:				
Income (loss) before extraordinary item	$ 0.51	$ 0.53	$ 0.45	$ (0.86)
Extraordinary loss, net of tax benefit			(0.04)	
Net income (loss) per share	$ 0.51	$ 0.53	$ 0.41	$ (0.86)

In the second quarter of 1997, the Company recorded a non-recurring pre-tax charge of $57,000 related to a series of actions the Company has taken to accelerate the execution of its ongoing strategy to build its brands. Such amount has been recorded in the statement of operations for the thirty-nine weeks ended November 2, 1997 as follows:

Cost of goods sold	$15,850
Facility and store closing and restructuring and other expenses	41,150
	57,000
Income tax benefit	(20,200)
	$36,800

See accompanying notes.

Phillips-Van Heusen Corporation
Condensed Consolidated Statements of Cash Flows
Unaudited
(In thousands)

	Thirty-Nine Weeks Ended	
	November 1, 1998	November 2, 1997
OPERATING ACTIVITIES:		
Net income (loss)	$ 11,192	$(23,273)
Adjustments to reconcile net income (loss) to net cash used by operating activities:		
Depreciation and amortization	19,199	19,297
Write-off of assets		18,800
Deferred income taxes	(565)	(19,988)
Equity income in Pyramid Sportswear	(864)	(756)
Changes in operating assets and liabilities:		
Receivables	(46,228)	(52,505)
Inventories	(35,977)	(79,358)
Accounts payable and accrued expenses	(10,182)	46,149
Other-net	1,004	10,088
Net Cash Used By Operating Activities	(62,421)	(81,546)
INVESTING ACTIVITIES:		
Property, plant and equipment acquired	(15,092)	(12,882)
FINANCING ACTIVITIES:		
Net proceeds from issuance of 9.5% senior subordinated notes	145,104	
Repayment of 7.75% senior notes	(49,286)	
Proceeds from revolving lines of credit	160,600	113,505
Payments on revolving lines of credit	(176,000)	(6,800)
Exercise of stock options	498	677
Cash dividends	(4,081)	(4,062)
Net Cash Provided By Financing Activities	76,835	103,320
Increase (decrease) in cash	(678)	8,892
Cash at beginning of period	11,748	11,590
Cash at end of period	$ 11,070	$ 20,482

See accompanying notes.

PHILLIPS-VAN HEUSEN CORPORATION

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(In thousands, except per share data)

GENERAL

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information. Accordingly, they do not contain all disclosures required by generally accepted accounting principles for complete financial statements. Reference should be made to the annual financial statements, including the notes thereto, included in the Company's Annual Report to Stockholders for the year ended February 1, 1998.

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from the estimates.

The results of operations for the thirty-nine weeks ended November 1, 1998 and November 2, 1997 are not necessarily indicative of those for a full fiscal year due, in part, to seasonal factors. The data contained in these financial statements are unaudited and are subject to year-end adjustments; however, in the opinion of management, all known adjustments (which consist only of normal recurring accruals) have been made to present fairly the consolidated operating results for the unaudited periods.

Certain reclassifications have been made to the condensed consolidated financial statements for the thirteen and thirty-nine weeks ended November 2, 1997 to present that information on a basis consistent with the thirteen and thirty-nine weeks ended November 1, 1998.

INVENTORIES

Inventories are summarized as follows:

	November 1, 1998	February 1, 1998
Raw materials	$ 10,243	$ 15,964
Work in process	17,688	15,216
Finished goods	257,581	218,354
Total	$285,512	$249,534

Inventories are stated at the lower of cost or market. Cost for apparel inventories, excluding certain sportswear inventories, is determined using the last-in, first-out method (LIFO). Cost for footwear and certain sportswear inventories is determined using the first-in, first-out method (FIFO). Inventories would have been approximately $10,900 and $12,200 higher than reported at November 1, 1998 and February 1, 1998, respectively, if the FIFO method of inventory accounting had been used for all apparel.

The final determination of cost of sales and inventories under the LIFO method can only be made at the end of each fiscal year based on inventory cost and quantities on hand. Interim LIFO determinations are based on management's estimates of expected year-end inventory levels and costs. Such estimates are subject to revision at the end of each quarter. Since estimates of future inventory levels and costs are subject to external factors, interim financial results are subject to year-end LIFO inventory adjustments.

EXTRAORDINARY LOSS

On April 22, 1998, PVH issued $150 million of 9.5% senior subordinated notes due May 1, 2008 and used the net proceeds to retire its intermediate term 7.75% senior notes and to repay a portion of the borrowings under its prior revolving credit facility. On the same day, PVH refinanced its revolving credit facility by entering into a new $325 million senior secured credit facility. In connection with the retirement of the intermediate term 7.75% senior notes, the Company paid a yield maintenance premium of $1.4 million and wrote off certain debt issue costs of $0.2 million. These items have been classified as an extraordinary loss, net of tax benefit of $0.5 million, in the first quarter of 1998.

FACILITY AND STORE CLOSING, RESTRUCTURING AND OTHER EXPENSES

On July 31, 1997, the Company announced that it would take a series of actions to accelerate the execution of its ongoing strategy to build its brands. Included in these actions were the closing of approximately 150 outlet stores, repositioning the Gant brand in the United States to be consistent with its highly successful positioning in Europe and Asia, exiting the sweater manufacturing business and restructuring warehousing and distribution facilities as well as other logistical and administrative areas in order to reduce costs and improve efficiencies. As a result, the Company recorded a non-recurring pre-tax charge of $57,000 ($36,800 after tax, or $1.36 a diluted share) in the second quarter of 1997.

SEGMENT DATA

PVH manages and analyzes its operating results by its two vertically integrated business segments: (i) Apparel and (ii) Footwear and Related Products. In identifying its reportable segments under the provisions of FASB Statement No. 131, "Disclosures about Segments of an Enterprise and Related Information", PVH evaluated its operating divisions and product offerings. Under the aggregation criteria of Statement No. 131, PVH aggregated the results of its apparel divisions into the Apparel segment. This segment derives revenues from marketing dresswear, sportswear and accessories, principally under the brand names Van Heusen, Izod, Izod Club, Gant and Geoffrey Beene. PVH's footwear business has been identified as the Footwear and Related Products segment. This segment derives revenues from marketing casual and weekend footwear, apparel and accessories under the Bass brand name.

Sales for both segments occur principally in the United States. There are no inter-segment sales. See "Management's Discussion and Analysis of Results of Operations and Financial Condition" for additional segment data.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS OF OPERATIONS AND FINANCIAL CONDITION

RESULTS OF OPERATIONS

In the second quarter of 1997, the Company recorded a non-recurring pre-tax charge of $57 million related to a series of actions the Company has taken to accelerate the execution of its ongoing strategy to build its brands. See Notes to Condensed Consolidated Financial Statements.

The following statements of operations, segment data and discussion (where noted) segregate this non-recurring charge from the Company's ongoing operations.

(In thousands)	Statements of Operations			
	Thirteen Weeks Ended		Thirty-Nine Weeks Ended	
	11/1/98	11/2/97	11/1/98	11/2/97
Net sales	$374,392	$413,643	$976,528	$1,013,026
Cost of goods sold (per page 3)	246,329	273,527	636,894	677,945
Non-recurring charge				(15,850)
Gross profit before non-recurring charge	128,063	140,116	339,634	350,931
SG&A expenses and non-recurring charge	98,849	114,153	296,573	357,317
Non-recurring charge				(41,150)
Selling, general and administrative expenses before non-recurring charge	98,849	114,153	296,573	316,167
Income before Year 2000 computer conversion expenses, interest, taxes and non-recurring charge	29,214	25,963	43,061	34,764
Year 2000 computer conversion expenses	2,125		6,375	
Income before interest, taxes and non-recurring charge	27,089	25,963	36,686	34,764
Interest expense, net	7,374	5,958	19,494	16,234
Income tax expense before non-recurring charge	5,699	5,453	4,940	5,003
Income from ongoing operations before non-recurring charge	14,016	14,552	12,252	13,527
Non-recurring charge, net of tax benefit				(36,800)
Extraordinary loss, net of tax benefit			(1,060)	
Net income (loss)	$ 14,016	$ 14,552	$ 11,192	$ (23,273)

(In thousands)	Segment Data			
	Thirteen Weeks Ended		Thirty-Nine Weeks Ended	
	11/1/98	11/2/97	11/1/98	11/2/97
Net sales-apparel	$256,252	$284,963	$665,238	$ 680,086
Net sales-footwear and related products	118,140	128,680	311,290	332,940
Total net sales	$374,392	$413,643	$976,528	$1,013,026
Operating income-apparel	$ 25,090	$ 25,431	$ 37,374	$ 32,258
Operating income-footwear and related products	8,095	4,327	15,813	14,723
Total operating income	33,185	29,758	53,187	46,981
Corporate expenses	(3,971)	(3,795)	(10,126)	(12,217)
Income before Year 2000 computer conversion expenses, non-recurring charge, interest and taxes	$ 29,214	$ 25,963	$ 43,061	$ 34,764

Excluding Year 2000 computer conversion expenses (net of tax benefit), diluted earnings per share before extraordinary item for the thirteen and thirty-nine weeks ended November 1, 1998 would have been $0.57 and $0.61, respectively.

Thirteen Weeks Ended November 1, 1998 Compared With Thirteen Weeks Ended November 2, 1997

APPAREL SEGMENT

Net sales of the Company's apparel segment in the third quarter decreased to $256.3 million in 1998 compared with $285.0 million last year, a 10.1% decrease. This decrease resulted principally from the Company's planned strategic initiatives to close underperforming retail outlet stores and divest its sweater manufacturing business. It was also reflective of generally weak retail conditions.

Gross profit on apparel sales was 33.5% in the current quarter compared with 33.3% last year.

Selling, general and administrative expenses as a percentage of apparel sales was 23.7% in the current quarter compared with 24.4% last year. The improved expense level relates principally to the tighter management of expenses and the planned reduction in brand marketing expenditures against the prior year's advertising launch for the Company's brands.

FOOTWEAR AND RELATED PRODUCTS SEGMENT

Net sales of the Company's footwear and related products segment in the third quarter were $118.1 million in 1998 compared with $128.7 million last year, a decrease of 8.2%. This decrease relates principally to generally weak retail conditions, resulting in a reduction in sales at Bass' retail outlet stores.

Gross profit on footwear and related products sales was 35.5% in the third quarter of 1998 compared with 35.2% last year.

Selling, general and administrative expenses as a percentage of footwear and related products sales in the third quarter was 28.6% in 1998 compared with 31.9% in 1997. The decrease is due principally to the tighter management of expenses and the planned reduction in brand marketing expenditures against the prior year's advertising launch.

INTEREST EXPENSE

Interest expense in the third quarter was $7.4 million in 1998 compared with $6.0 million last year. This increase resulted from higher debt levels associated with funding the Company's 1997 restructuring initiatives and from increased borrowing costs associated with the refinancings completed by the Company in the current year's first quarter, which extended the maturities of its long-term debt.

INCOME TAXES

Income tax expense in the third quarter of 1998 includes an adjustment to bring the year-to-date tax rate to the full year estimated rate of 28.7%. The 1998 tax rate is higher than the full year 1997 rate of 23.9% (before non-recurring charges) due to tax exempted income from operations in Puerto Rico comprising a smaller percentage of 1998 pre-tax income than in the prior year, due principally to the divestment of the Company's Puerto Rico sweater manufacturing operations.

CORPORATE EXPENSES

Corporate expenses in the third quarter were $4.0 million in 1998 compared with $3.8 million in 1997. Corporate expenses for the full year are expected to approximate the 1997 total.

Thirty-Nine Weeks Ended November 1, 1998 Compared With Thirty-Nine Weeks Ended November 2, 1997

APPAREL SEGMENT

Net sales of the Company's apparel segment in the first nine months were $665.2 million in 1998, a decrease of 2.2% from the prior year's $680.1 million. This decrease resulted principally from the Company's planned strategic initiatives to close underperforming retail outlet stores and divest its sweater manufacturing business. This decrease was offset partially by a 7.5% increase in sales of wholesale branded apparel.

Gross profit on apparel sales was 33.7% in the first nine months of 1998 compared with 33.3% last year (before the non-recurring charge). Strength in dress shirts, Van Heusen and Geoffrey Beene were the primary factors in this increase.

Selling, general and administrative expenses as a percentage of apparel sales in the first nine months was 28.1% in 1998 compared with 28.5% in 1997 (before the non-recurring charge). The improved expense level relates principally to the tighter management of expenses and the planned reduction in brand marketing expenditures against the prior year's advertising launch for the Company's brands.

FOOTWEAR AND RELATED PRODUCTS SEGMENT

Net sales of the Company's footwear and related products segment in the first nine months were $311.3 million in 1998, a 6.5% decrease from $332.9 million last year. This decrease resulted from the current quarter's sales reduction at Bass' retail outlet stores noted above and Bass' sales and gross margins being impacted negatively in the current year's first half by the unsuccessful repositioning in Fall 1997 of the Bass brand to higher price points.

Gross profit on footwear and related products sales was 36.9% in the first nine months of 1998 compared with 37.4% last year (before the non-recurring charge). Bass' gross profit improved slightly in the current year's third quarter compared with the prior year. However, this improvement was more than offset by the negative impact in the first half of this year of the unsuccessful repositioning noted above.

Selling, general and administrative expenses as a percentage of footwear and related products sales in the first nine months was 31.8% in 1998 and 33.0% in 1997 (before the non-recurring charge). This improvement resulted from the tighter management of expenses and the planned reduction in brand marketing expenditures against the prior year's advertising launch.

INTEREST EXPENSE

Interest expense in the first nine months was $19.5 million in 1998 compared with $16.2 million last year. This increase resulted from higher debt levels associated with funding the Company's 1997 restructuring initiatives and from increased borrowing costs associated with the refinancings completed by the Company in the current year's first quarter, which extended the maturities of its long-term debt.

INCOME TAXES

Income taxes in the first nine months were estimated at a rate of 28.7% in 1998 compared with last year's full year rate of 23.9% (before non-recurring charges). The 1998 tax rate is higher due to tax exempted income from operations in Puerto Rico comprising a smaller percentage of 1998 pre-tax income than in the prior year, due principally to the divestment of the Company's Puerto Rico sweater manufacturing operations.

CORPORATE EXPENSES

Corporate expenses in the first nine months were $10.1 million in 1998 compared with $12.2 million in 1997. The decrease relates to the timing of certain expenses, as corporate expenses for the full year are expected to approximate the 1997 total.

YEAR 2000

The Company incurred $2.1 million and $6.4 million of computer conversion expenses in the current quarter and first nine months of 1998, respectively, in connection with making its computer systems Year 2000 compliant. The Company expects to incur additional Year 2000 computer conversion expenses of approximately $2.1 million in the current year and $10.0 million in 1999. The Company is utilizing both internal and external resources to remediate, or replace, and test the software for Year 2000 modifications.

The Company has identified three phases of its Year 2000 Project: (i) Inventory, (ii) Assessment and (iii) Remediation and Testing. The Inventory and Assessment phases were completed in the first quarter of 1998. As of December 1, 1998, significant progress has been made in the remediation and testing phase. The Company anticipates completing the Year 2000 Project by June 30, 1999.

The cost of the project and the date on which the Company believes it will complete the Year 2000 modifications are based on management's estimates. The Company presently believes that the Year 2000 issue will not pose significant operational problems for its computer systems. The Company has also communicated with its customers and suppliers in order to determine whether the Year 2000 issue will impact the ability of those companies' computer systems to interface with the Company's systems or will otherwise impact the ability of those companies to transact business with the Company. The Company is not aware of any such material issues with its customers and suppliers. However, due to uncertainties inherent in the Year 2000 issue, the Company has developed various courses of action to mitigate the effect of any unforeseen disruptions resulting from non-compliance either by the Company's computer systems, or those of other companies on which the Company's systems and operations rely. Notwithstanding such contingency plans, if the required modifications and conversions are not made, or are not completed timely, or the systems of other companies on which the Company's systems and operations rely are not converted on a timely basis, the Year 2000 issue could have a material adverse impact on the Company's operations.

FACILITY AND STORE CLOSING, RESTRUCTURING AND OTHER EXPENSES

On July 31, 1997, the Company announced that it would take a series of actions to accelerate the execution of its ongoing strategy to build its brands. Included in these actions were the closing of approximately 150 outlet stores, repositioning the Gant brand in the United States to be consistent with its highly successful positioning in Europe and Asia, exiting the sweater manufacturing business and restructuring warehousing and distribution facilities as well as other logistical and administrative areas in order to reduce costs and improve efficiencies. As a result, the Company recorded a non-recurring pre-tax charge of $57 million ($36.8 million after tax or $1.36 a diluted share) in the second quarter of 1997. As of November 1, 1998, the majority of this reserve has been utilized.

SEASONALITY

The Company's business is seasonal, with higher sales and income during its third and fourth quarters, which coincide with the Company's two peak retail selling seasons: the first running from the start of the back to school and fall selling seasons beginning in August and continuing through September; the second being the Christmas selling season beginning with the weekend following Thanksgiving and continuing through the week after Christmas.

Also contributing to the strength of the third quarter is the high volume of fall shipments to wholesale customers which are generally more profitable than spring shipments. The slower spring selling season at wholesale combines with retail seasonality to make the first quarter particularly weak.

LIQUIDITY AND CAPITAL RESOURCES

The seasonal nature of the Company's business typically requires the use of cash to fund a build-up in the Company's inventory in the first half of each fiscal year. During the third and fourth quarters, the Company's higher level of sales tends to reduce its inventory and generate cash from operations.

Net cash used by operations in the first nine months was $62.4 million in 1998 and $81.5 million last year. The Company's seasonal inventory build-up was less than in the prior year due principally to a lower Bass inventory build-up than in the prior year. Partially offsetting this reduction in cash flow was spending in 1998 associated with the Company's 1997 restructuring initiatives.

Capital spending in the first nine months was $15.1 million in 1998 compared with $12.9 million last year. The Company anticipates a significant increase in overall capital spending levels in 1998 due principally to the anticipated consolidation of its New York City offices into one location in early 1999.

On April 22, 1998, the Company issued $150 million of 9.5% senior subordinated notes due May 1, 2008, and used the net proceeds to retire its intermediate term 7.75% senior notes and reduce its revolving credit debt. At the same time, the Company re-syndicated and refinanced its revolving credit facility with a new $325 million senior secured credit facility with a group of 12 banks. While these refinancings will increase the overall cost of the Company's borrowings, the Company believes they should provide a secure financial base which will allow the Company to focus its attention on the execution of its strategic business plan. The new revolving credit facility also includes a letter of credit facility with a sub-limit of $250 million provided, however, that the aggregate maximum amount outstanding under both the revolving credit facility and the letter of credit facility is $325 million. The Company believes that its borrowing capacity under these facilities is adequate for its peak seasonal needs in the foreseeable future. In addition, the refinancings have eliminated all long-term debt repayment requirements for the next 10 years.

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*                                                                              *
* SAFE HARBOR STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT OF  *
* 1995                                                                         *
*                                                                              *
* Forward-looking statements in this Form 10-Q report, including, without      *
* limitation, statements relating to the Company's plans, strategies,          *
* objectives, expectations and intentions, are made pursuant to the safe harbor*
* provisions of the Private Securities Litigation Reform Act of 1995.          *
* Investors are cautioned that such forward-looking statements are inherently  *
* subject to risks and uncertainties, many of which cannot be predicted with   *
* accuracy, and some of which might not be anticipated, including, without     *
* limitation, the following: (i) the Company's plans, strategies, objectives,  *
* expectations and intentions are subject to change at any time at the         *
* discretion of the Company; (ii) the levels of sales of the Company's apparel *
* and footwear products, both to its wholesale customers and in its retail     *
* stores, and the extent of discounts and promotional pricing in which the     *
* Company is required to engage; (iii) the Company's plans and results of      *
* operations will be affected by the Company's ability to manage its growth    *
* and inventory; (iv) the timing and effectiveness of programs dealing         *
* with the Year 2000 issue; and (v) other risks and uncertainties indicated    *
* from time to time in the Company's filings with the Securities and Exchange  *
* Commission.                                                                  *
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ITEM 6 - EXHIBITS AND REPORTS ON FORM 8-K

(a) The following exhibits are included herein:

3.1 Certificate of Incorporation (incorporated by reference to Exhibit 5 to the Company's Annual Report on Form 10-K for the fiscal year ended January 29, 1977).

3.2 Amendment to Certificate of Incorporation, filed June 27, 1984 (incorporated by reference to Exhibit 3B to the Company's Annual Report on Form 10-K for the fiscal year ended February 3, 1985).

3.3 Certificate of Designation of Series A Cumulative Participating Preferred Stock, filed June 10, 1986 (incorporated by reference to Exhibit A of the document filed as Exhibit 3 to the Company's Quarterly Report as filed on Form 10-Q for the period ended May 4, 1986).

3.4 Amendment to Certificate of Incorporation, filed June 2, 1987 (incorporated by reference to Exhibit 3(c) to the Company's Annual Report on Form 10-K for the fiscal year ended January 31, 1988).

3.5 Amendment to Certificate of Incorporation, filed June 1, 1993 (incorporated by reference to Exhibit 3.5 to the Company's Annual Report on Form 10-K for the fiscal year ended January 30, 1994).

3.6 Amendment to Certificate of Incorporation, filed June 20, 1996 (incorporated by reference to Exhibit 3.1 to the Company's Report on Form 10-Q for the period ended July 28, 1996).

3.7 By-Laws of Phillips-Van Heusen Corporation, as amended through June 18, 1996 (incorporated by reference to Exhibit 3.2 to the Company's Report on Form 10-Q for the period ended July 28, 1996).

4.1 Specimen of Common Stock certificate (incorporated by reference to Exhibit 4 to the Company's Annual Report on Form 10-K for the fiscal year ended January 31, 1981).

4.2 Preferred Stock Purchase Rights Agreement (the "Rights Agreement"), dated June 10, 1986 between PVH and The Chase Manhattan Bank, N.A. (incorporated by reference to Exhibit 3 to the Company's Quarterly Report as filed on Form 10-Q for the period ended May 4, 1986).

4.3 Amendment to the Rights Agreement, dated March 31, 1987 between PVH and The Chase Manhattan Bank, N.A. (incorporated by reference to Exhibit 4(c) to the Company's Annual Report on Form 10-K for the year ended February 2, 1987).

4.4 Supplemental Rights Agreement and Second Amendment to the Rights Agreement, dated as of July 30, 1987, between PVH and The Chase Manhattan Bank, N.A. (incorporated by reference to Exhibit (c)(4) to the Company's Schedule 13E-4, Issuer Tender Offer Statement, dated July 31, 1987).

4.5 Notice of extension of the Rights Agreement, dated June 5, 1996, from Phillips-Van Heusen Corporation to The Bank of New York (incorporated by reference to Exhibit 4.13 to the Company's report on Form 10-Q for the period ended April 28, 1996).

4.6 Credit Agreement, dated as of April 22, 1998, among PVH, the group of lenders party hereto, The Chase Manhattan Bank, as Administrative Agent and Collateral Agent, and Citicorp USA, Inc., as Documentation Agent (incorporated by reference to Exhibit 4.6 to the Company's report on Form 10-Q for the period ended May 3, 1998).

4.7 Indenture, dated as of April 22, 1998, with PVH as issuer and Union Bank of California, N.A., as Trustee (incorporated by reference to Exhibit 4.7 to the Company's report on Form 10-Q for the period ended May 3, 1998).

4.8 Indenture, dated as of November 1, 1993, between PVH and The Bank of New York, as Trustee (incorporated by reference to Exhibit 4.01 to the Company's Registration Statement on Form S-3 (Reg. No. 33-50751) filed on October 26, 1993).

10.1 1987 Stock Option Plan, including all amendments through April 29, 1997 (incorporated by reference to Exhibit 10.1 to the Company's report on Form 10-Q for the period ended May 4, 1997).

10.2 1973 Employees' Stock Option Plan (incorporated by reference to Exhibit 1 to the Company's Registration Statement on Form S-8 (Reg. No. 2-72959) filed on July 15, 1981).

10.3 Supplement to 1973 Employees' Stock Option Plan (incorporated by reference to the Company's Prospectus filed pursuant to Rule 424(c) to the Registration Statement on Form S-8 (Reg. No. 2-72959) filed on March 31, 1982).

10.4 Amendment to 1973 Employees' Stock Option Plan, effective as of April 29, 1997 (incorporated by reference to Exhibit 10.12 to the Company's report on Form 10-Q for the period ended May 4, 1997).

10.5 Phillips-Van Heusen Corporation Special Severance Benefit Plan, as amended as of April 16, 1996 (incorporated by reference to Exhibit 10.4 to the Company's Annual Report on Form 10-K for the fiscal year ended January 28, 1996).

10.6 Phillips-Van Heusen Corporation Capital Accumulation Plan (incorporated by reference to the Company's Report on Form 8-K filed on January 16, 1987).

10.7 Phillips-Van Heusen Corporation Amendment to Capital Accumulation Plan (incorporated by reference to Exhibit 10(n) to the Company's Annual Report on Form 10-K for the fiscal year ended February 2, 1987).

10.8 Form of Agreement amending Phillips-Van Heusen Corporation Capital Accumulation Plan with respect to individual participants (incorporated by reference to Exhibit 10(1) to the Company's Annual Report on Form 10-K for the fiscal year ended January 31, 1988).

10.9 Form of Agreement amending Phillips-Van Heusen Corporation Capital Accumulation Plan with respect to individual participants (incorporated by reference to Exhibit 10.8 to the Company's report on Form 10-Q for the period ending October 29, 1995).

10.10 Agreement amending Phillips-Van Heusen Corporation Capital Accumulation Plan with respect to Bruce J. Klatsky (incorporated by reference to Exhibit 10.13 to the Company's report on Form 10-Q for the period ended May 4, 1997).

10.11 Phillips-Van Heusen Corporation Supplemental Defined Benefit Plan, dated January 1, 1991, as amended and restated on June 2, 1992 (incorporated by reference to Exhibit 10.10 to the Company's Annual Report on Form 10-K for the fiscal year ended January 31, 1993).

10.12 Phillips-Van Heusen Corporation Supplemental Savings Plan, effective as of January 1, 1991 and amended and restated as of April 29, 1997 (incorporated by reference to Exhibit 10.10 to the Company's report on Form 10-Q for the period ended May 4, 1997).

10.13 Non-Incentive Stock Option Agreement, dated as of December 3, 1993, between the Company and Bruce J. Klatsky (incorporated by reference to Exhibit 10.12 to the Company's Annual Report on Form 10-K for the fiscal year ended January 29, 1995).

10.14 Phillips-Van Heusen Corporation 1997 Stock Option Plan, effective as of April 29, 1997 (incorporated by reference to Exhibit 10.14 to the Company's report on Form 10-Q for the period ending August 3, 1997).

10.15 Phillips-Van Heusen Corporation Senior Management Bonus Program for fiscal year 1998 (incorporated by reference to Exhibit 10.15 to the Company's report on Form 10-Q for the period ending August 2, 1998).

15. Acknowledgement of Independent Accountants.

27. Financial Data Schedule

(b) Reports on Form 8-K filed during the quarter ended November 1, 1998.

No reports have been filed on Form 8-K during the quarter covered by this report.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

PHILLIPS-VAN HEUSEN CORPORATION
Registrant

December 13, 1998

/s/ Emanuel Chirico
Emanuel Chirico, Controller
Vice President and
Chief Accounting Officer

Exhibit 15

November 17, 1998

Stockholders and Board of Directors
Phillips-Van Heusen Corporation

We are aware of the incorporation by reference in

(i) Post-Effective Amendment No. 2 to the Registration Statement (Form S-8, No. 2-73803), which relates to the Phillips-Van Heusen Corporation Employee Savings and Retirement Plan,

(ii) Registration Statement (Form S-8, No. 33-50841) and Registration Statement (Form S-8, No. 33-59602), each of which relate to the Phillips-Van Heusen Corporation Associates Investment Plan for Residents of the Commonwealth of Puerto Rico,

(iii) Registration Statement (Form S-8, No. 33-59101), which relates to the Voluntary Investment Plan of Phillips-Van Heusen Corporation (Crystal Brands Division),

(iv) Post-Effective Amendment No. 4 to Registration Statement (Form S-8, No. 2-72959), Post Effective Amendment No. 6 to Registration Statement (Form S-8, No. 2-64564), and Post Effective Amendment No. 13 to Registration Statement (Form S-8, No. 2-47910), each of which relate to the 1973 Employee's Stock Option Plan of Phillips-Van Heusen Corporation, and

(v) Registration Statement (Form S-8, No. 33-38698), Post-Effective Amendment No. 1 to Registration Statement (Form S-8, No. 33-24057) and Registration Statement (Form S-8, No. 33-60793), each of which relate to the Phillips-Van Heusen Corporation 1987 Stock Option Plan,

(vi) Registration Statement (Form S-8, No. 333-29765) which relates to the Phillips-Van Heusen Corporation 1997 Stock Option Plan,

of our reports dated November 17, 1998, August 19, 1998 and May 20, 1998 relating to the unaudited condensed consolidated interim financial statements of Phillips-Van Heusen Corporation that are included in its Forms 10-Q for the thirteen week periods ended November 1, 1998, August 19, 1998 and May 20, 1998.

Pursuant to Rule 436(c) of the Securities Act of 1933, our reports are a part of the registration statements or post-effective amendments prepared or certified by accountants within the meaning of Section 7 or 11 of the Securities Act of 1933.

ERNST & YOUNG LLP

New York, New York

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THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE PHILLIPS-VAN HEUSEN CORPORATION FINANCIAL STATEMENTS INCLUDED IN ITS 10-Q REPORT FOR THE QUARTER ENDED NOVEMBER 1, 1998 AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

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9-MOS
JAN-31-1999
NOV-01-1998
11,070
0
128,292
2,323
285,512
463,376
91,652
0
744,752
200,360
248,709
0
0
27,237
200,678
744,752
976,528
976,528
636,894
636,894
302,948
0
19,494
17,192
4,940
12,252
0
(1,060)
0
11,192
0.41
0.41

Property, plant and equipment is presented net of accumulated depreciation.
Provision for doubtful accounts is included in other costs and expenses.

NOTE: PVH adopted FASB Statement No. 128, "Earnings Per Share", in the fourth quarter of 1997. The EPS data presented for the nine months ended November 2, 1997 would not change when computed under the guidance of this Statement.