

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

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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>KLATSKY BRUCE J</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) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">Chairman and CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/10/1987</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	04/12/2004		F		3,041	D	\$18.75	54,070	D	
Common Stock, par value \$1	04/12/2004		M		4,655	A	\$12.25	58,725	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	Amount or Number of Shares				
Option (Right to Buy) ⁽¹⁾	\$12.25	04/12/2004		M		4,655		(2)	06/14/2004	Common Stock, \$1 par value	4,655	\$1	0	D	
Option (Right to Buy) ⁽¹⁾	\$18.75	04/12/2004		A		84,700		04/02/2010 ⁽³⁾	04/11/2011	Common Stock, \$1 par value	84,700	\$1	84,700	D	
Option (Right to Buy) ⁽¹⁾	\$18.75	04/12/2004		A		155,360		04/12/2010 ⁽³⁾	04/11/2011	Common Stock, \$1 par value.	155,360	\$1	155,360	D	
Option (Right to Buy) ⁽¹⁾	\$18.75	04/12/2004		A		1,509,940		04/12/2010 ⁽³⁾	04/11/2011	Common Stock, \$1 par value	1,509,940	\$1	1,509,940 ⁽⁴⁾	D	

Explanation of Responses:

- Reporting person surrenders shares of Issuer's Common Stock to pay exercise price for options exercisable.
- Options to acquire 1,551 shares became exercisable on 07/10/1997 and options to acquire 1,552 shares became exercisable on each of 06/14/1998 and 06/14/1999.
- Options to acquire 50% of shares exercisable if the closing price of Issuer's Common Stock averages \$22.50 or higher for any 20 consecutive trading days prior to 04/11/2011. Options to acquire an additional 25% of shares exercisable if the closing price of Issuer's Common Stock averages \$25.00 or higher for any 20 consecutive trading days prior to 04/11/2011. Options to acquire the remaining 25% of shares exercisable if the closing price of Issuer's Common Stock averages \$27.50 or higher for any 20 consecutive trading days prior to 04/11/2011.
- Options to purchase 309,940 of such shares subject to stockholder approval of an amendment to Issuer's 2003 stock option plan.

Remarks:

Bruce J. Klatsky 04/12/2004
 ** 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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