

**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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|   |   |  |
|---|---|--|
| <b>1. Name and Address of Reporting Person*</b><br><u>CHIRICO EMANUEL</u><br><br>(Last) (First) (Middle)<br><u>C/O PVH CORP.</u><br><u>200 MADISON AVENUE</u><br><br>(Street)<br><u>NEW YORK NY 10016</u><br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><u>PVH CORP. /DE/ [ PVH ]</u> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><p style="text-align: right;"><b>Chairman &amp; CEO</b></p> |
|   | <b>3. Date of Earliest Transaction (Month/Day/Year)</b><br><u>12/12/2013</u>        |  |
|   | <b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>                     | <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><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     | 12/12/2013                           |  | M                              |   | 120,000   | A          | \$35.63                   | 216,140 <sup>(1)</sup>  | D  |   |
| Common Stock, \$1 par value     | 12/12/2013                           |  | M                              |   | 200,000   | A          | \$38.98                   | 416,140 <sup>(1)</sup>  | D  |   |
| Common Stock, \$1 par value     | 12/12/2013                           |  | M                              |   | 70,000  | A          | \$58.57                   | 486,140 <sup>(1)</sup>  | D  |   |
| Common Stock, \$1 par value     | 12/12/2013                           |  | M                              |   | 110,000   | A          | \$36.45                   | 596,140 <sup>(1)</sup>  | D  |   |
| Common Stock, \$1 par value     | 12/12/2013                           |  | S                              |   | 404,272   | D          | \$128.415 <sup>(2)</sup>  | 191,868 <sup>(1)</sup>  | D  |   |
| Common Stock, \$1 par value     | 12/12/2013                           |  | S                              |   | 50,578  | D          | \$129.0484 <sup>(3)</sup> | 141,290 <sup>(1)</sup>  | D  |   |
| Common Stock, \$1 par value     | 12/12/2013                           |  | S                              |   | 45,150  | D          | \$130.0074 <sup>(4)</sup> | 96,140 <sup>(1)</sup>   | D  |   |
| Common Stock, \$1 par value     |                                      |  |                                |   |   |            |                           | 8,677.645   | 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   | Amount or Number of Shares |  |  |   |  |
| Option (Right to Buy)                      | \$35.63  | 12/12/2013                           |  | M                              |   |  | 120,000 | (5)  | 01/17/2016      | Common Stock, \$1 par value.  | 120,000                    | \$0  | 0  | D   |  |
| Option (Right to Buy)                      | \$38.98  | 12/12/2013                           |  | M                              |   |  | 200,000 | (6)  | 03/27/2016      | Common Stock, \$1 par value.  | 200,000                    | \$0  | 0  | D   |  |
| Option (Right to Buy)                      | \$58.57  | 12/12/2013                           |  | M                              |   |  | 70,000  | (7)  | 04/12/2017      | Common Stock, \$1 par value.  | 70,000                     | \$0  | 0  | D   |  |
| Option (Right to Buy)                      | \$36.45  | 12/12/2013                           |  | M                              |   |  | 110,000 | (8)  | 04/09/2018      | Common Stock, \$1 par value.  | 110,000                    | \$0  | 0  | D   |  |

**Explanation of Responses:**

- Includes 76,446 shares of Common Stock subject to awards of restricted stock units.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$128.00 to \$128.995, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$129.00 to \$129.32, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$130.00 to \$130.125, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- Options to acquire 30,000 shares became exercisable on each of 1/17/07, 1/17/08, 1/17/09 and 1/17/10.

6. Options to acquire 50,000 shares became exercisable on each of 3/27/07, 3/27/08, 3/27/09 and 3/27/10.
7. Options to acquire 50,000 shares became exercisable on each of 4/12/08, 4/12/09, 4/12/10 and 4/12/11.
8. Options to acquire 27,500 shares became exercisable on each of 4/9/09, 4/9/10, 4/9/11 and 4/9/12.

**Remarks:**

Emanuel Chirico

12/13/2013

\*\* 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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