FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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#### 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

	Name and Address of Reporting Person*  VEBER MARK  2. Issuer Name and Ticker or Trading Symbol PHILLIPS VAN HEUSEN CORP /DE/ PVH ]  5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner V Officer (give title Other (specify)									
		on <sup>*</sup>	PHILLIPS VAN HEUSEN CORP /DE/ [	(Check	( all applicable)	. ,				
(Last) C/O PHILLIPS- 200 MADISON	(First) VAN HEUSEN C AVENUE	(Middle) ORPORATION	3. Date of Earliest Transaction (Month/Day/Year) 01/09/2006	X	Officer (give title below)  Chief Executive	below)				
(Street) NEW YORK (City)	NY (State)	10016 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person	orting Person				

								Person	re than One Rep	orting
(City) (State)	(Zip)	•					<u> </u>	<u> </u>		
1. Title of Security (Instr. 3)	Table I - Non-Derivative  2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired	(A) or	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, par value \$1	01/09/2006	5	М		73,100	A	\$13.4	108,869	D	
Common Stock, par value \$1	01/09/2006	5	S		47,000	D	\$33.5	61,889	D	
Common Stock, par value \$1	01/09/2006	5	S		200	D	\$33.51	61,669	D	
Common Stock, par value \$1	01/09/2006	5	S		400	D	\$33.52	61,269	D	
Common Stock, par value \$1	01/09/2006	5	S		2,100	D	\$33.53	59,169	D	
Common Stock, par value \$1	01/09/2006	5	S		20,400	D	\$33.55	38,769	D	
Common Stock, par value \$1	01/09/2006	5	S		2,100	D	\$33.56	36,669	D	
Common Stock, par value \$1	01/09/2006	5	S		900	D	\$33.57	35,769	D	
Common Stock, par value \$1	01/10/2006	5	M		1,293	A	\$13.4	37,062	D	
Common Stock, par value \$1	01/10/2006	5	M		37,500	A	\$12.34	74,562	D	
Common Stock, par value \$1	01/10/2006	5	M		56,250	A	\$14.92	130,812	D	
Common Stock, par value \$1	01/10/2006	5	M		37,500	A	\$18.53	168,312	D	
Common Stock, par value \$1	01/10/2006	5	M		11,693	A	\$9.8125	180,005	D	
Common Stock, par value \$1	01/10/2006	5	M		5,414	A	\$12.75	185,419	D	
Common Stock, par value \$1	01/10/2006	5	S		23,600	D	\$33.5	161,819	D	
Common Stock, par value \$1	01/10/2006	5	S		4,000	D	\$33.52	157,819	D	
Common Stock, par value \$1	01/10/2006	5	S		6,900	D	\$33.53	150,919	D	
Common Stock, par value \$1	01/10/2006	5	S		900	D	\$33.54	150,019	D	
Common Stock, par value \$1	01/10/2006	5	S		57,800	D	\$33.55	92,219	D	
Common Stock, par value \$1	01/10/2006	5	S		600	D	\$33.6	91,619	D	
Common Stock, par value \$1	01/10/2006	5	S		100	D	\$33.62	91,519	D	
Common Stock, par value \$1	01/10/2006	5	S		3,600	D	\$33.65	87,919	D	
Common Stock, par value \$1	01/10/2006	5	S		700	D	\$33.66	87,219	D	
Common Stock, par value \$1	01/10/2006	5	S		1,000	D	\$33.68	86,219	D	
Common Stock, par value \$1	01/10/2006	5	S		300	D	\$33.69	85,919	D	
Common Stock, par value \$1	01/10/2006	5	S		500	D	\$33.7	85,419	D	
Common Stock, par value \$1	01/10/2006	5	S		300	D	\$33.71	85,119	D	
Common Stock, par value \$1	01/10/2006	5	S		500	D	\$33.72	84,619	D	
Common Stock, par value \$1	01/10/2006	5	S		15,700	D	\$33.73	68,919	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)		Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr.			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount (A) or (D) Price		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock, par value \$1	01/10/2006		S		100	D	\$33.74	68,819	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. Transa Code ( 8)		5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and	ive ies ed ed nstr.	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) <sup>(1)</sup>	\$13.4	01/09/2006		М		73,100		(2)	03/26/2011	Common Stock, \$1 par value	73,100	\$0	1,293	D	
Option (Right to Buy) <sup>(1)</sup>	\$13.4	01/10/2006		М		1,293		(3)	03/26/2011	Common Stock, \$1 par value	1,293	\$0	0	D	
Option (Right to Buy) <sup>(1)</sup>	\$12.34	01/10/2006		М		37,500		(4)	04/02/2013	Common Stock, \$1 par value	37,500	\$0	37,500	D	
Option (Right to Buy) <sup>(1)</sup>	\$14.92	01/10/2006		М		56,250		(5)	04/22/2012	Common Stock, \$1 par value	56,250	\$0	18,750	D	
Option (Right to Buy) <sup>(1)</sup>	\$18.53	01/10/2006		М		37,500		(6)	04/29/2014	Common Stock, \$1 par value	37,500	\$0	112,500	D	
Option (Right to Buy) <sup>(1)</sup>	\$9.8125	01/10/2006		М		11,693		(7)	06/04/2009	Common Stock, \$1 par value	11,693	\$0	0	D	
Option (Right to Buy) <sup>(1)</sup>	\$12.75	01/10/2006		М		5,414		(8)	03/05/2008	Common Stock, \$1 par value	5,414	\$0	0	D	

### Explanation of Responses:

- 1. All options exercisable for shares of Issuer's Common Stock, \$1 par value
- 2. Options to acquire 18,143 shares became exercisable on 3/26/02, options to acquire 18,750 shares became exercisable on each of 3/26/03 and 3/26/04 and options to acquire a further 17,457 shares became exercisable on 3/26/05.
- 3. Options to acquire 1,293 shares became exercisable on 3/26/05.
- 4. Options to acquire 18,750 shares became exercisable on each of 4/2/04 and 4/2/05.
- 5. Options to acquire 18,750 shares became exercisable on each of 4/22/03, 4/22/04 and 4/22/05.
- 6. Options to acquire 37,500 shares became exercisable on each of 4/29/05...
- $7.\ Options\ to\ acquire\ 3,897\ shares\ became\ exercisable\ on\ 6/4/02\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ 6/4/04\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ 6/4/04\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ 6/4/04\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ to\ acquire\ 3,898\ shares\ became\ exercisable\ on\ each\ of\ 6/4/03\ and\ options\ options\ options\ on\ options\ opti$
- 8. Options to acquire 1,804 shares became exercisable on 3/5/01 and options to acquire 1,805 shares became exercisable on each of 3/5/02 and 3/5/03.

### Remarks:

Mark Weber

\*\* Signature of Reporting Person

01/10/2005

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.

 $Persons \ who \ respond \ to \ the \ collection \ of \ information \ contained \ in \ this \ form \ are \ not \ required \ to \ respond \ unless \ the \ form \ displays \ a \ currently \ valid \ OMB \ Number.$