SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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			or Section 30(h) of the Investment Company Act of 1940						
1. Name and Addr	1 0	Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>PVH CORP. /DE/</u> [PVH]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>CHIRICO EMANUEL</u>				X	Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	— x	Officer (give title below)	Other (specify below)			
C/O PVH CORP.			04/23/2018		Chairman & CEO				
200 MADISON	I AVENUE					·			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	vidual or Joint/Group Fili	пд (Спеск Арріїсаріе			
NEW YORK	NY	10016		X	Form filed by One Re	porting Person			
			—		Form filed by More th Person	an One Reporting			
(City)	(State)	(Zip)		1					

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 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	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, \$1 par value	04/23/2018		A		18,720(1)	A	\$ <mark>0</mark>	203,938 ⁽²⁾	D	
Common Stock, \$1 par value								9,411.7661	Ι	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. Transa Code (8)		of		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) ⁽³⁾	\$160.26	04/23/2018		A		39,000		(4)	04/23/2028	Common Stock, \$1 par value	39,000	\$0	39,000	D	

Explanation of Responses:

1. Represents shares subject to an award of restricted stock units. Each unit represents a contingent right to receive one share of Issuer's Common Stock. The units vest 25% (4,680 shares) on each anniversary of grant. Vested shares are delivered as soon as practicable after they vest.

2. Includes 48,741 shares of Common Stock subject to awards of restricted stock units.

3. All options exercisable for shares of Issuer's Common Stock, \$1 par value.

4. Options to acquire 9,750 shares become exercisable on each of 4/23/2019, 4/23/2020, 4/23/2021 and 4/23/2022.

Remarks:

Emanuel Chirico

** Signature of Reporting Person

04/25/2018

Date

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

 \ast 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.