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# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>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

| OMB APPROVAL            |           |  |  |  |  |  |  |  |
|-------------------------|-----------|--|--|--|--|--|--|--|
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| Estimated average burde | en        |  |  |  |  |  |  |  |
| hours per response:     | 0.5       |  |  |  |  |  |  |  |

|           | Address of Reporting<br><u>R MARK D</u> | Person*  | 2. Issuer Name and Ticker or Trading Symbol<br><u>PVH CORP. /DE/</u> [ PVH ] |                   | tionship of Reporting Pe<br>all applicable)<br>Director | erson(s) to Issuer<br>10% Owner |  |  |  |
|-----------|---|----------|--|-------------------|---|---------------------------------|--|--|--|
| ,         |   |          |  | x                 | Officer (give title                                     | Other (specify                  |  |  |  |
| (Last)    | (First)                                 | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)                             |                   | below)  | below)                          |  |  |  |
| C/O PVH C | CORP.                                   |          | 04/05/2016   |                   | EVP, General Counsel & Sec.                             |                                 |  |  |  |
| 200 MADIS | SON AVENUE                              |          |  |                   |   |                                 |  |  |  |
| ,         | 200 MADISON AVENUE                      |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                     | 6. Indiv<br>Line) | 6. Individual or Joint/Group Filing (Check Applicable   |                                 |  |  |  |
| (Street)  | 1/ 1/1/                                 | 10010    |  | X                 | Form filed by One Re                                    | porting Person                  |  |  |  |
| NEW YOR   | K NY                                    | 10016    |  |                   | Form filed by More th<br>Person                         | an One Reporting                |  |  |  |
| (City)    | (State)                                 | (Zip)    |  |                   |   |                                 |  |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   |        |               |         | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |  |
|---------------------------------|--|---|---|---|--------|---------------|---------|---|---|---|--|--|
|                                 |  |   | Code                                    | v | Amount | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)  |   | (Instr. 4)  |  |  |
| Common Stock, \$1 par value     | 04/05/2016                                 |   | F                                       |   | 202(1) | D             | \$96.49 | 15,853 <sup>(2)</sup>   | D   |   |  |  |
| Common Stock, \$1 par value     |  |   |   |   |        |               |         | 689.3556  | I   | By<br>401(k)<br>Plan                                |  |  |

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

|   |   |  | (* 37)  | ,  |   |   |  | , ,                 |                    |       |   |  |  |  |  |
|---|---|--|---|--|---|---|--|---------------------|--------------------|-------|---|--|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Date, Transaction of<br>Code (Instr. Derivativ |   | ative<br>rities<br>ired<br>osed<br>. 3, 4 | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>Expiration Date<br>(Month/Day/Year)<br>Execurities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |                     |                    |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |   |  |   | Code   | v | (A)                                       | (D)  | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

Explanation of Responses:

1. Represents shares withheld to satisfy the Reporting Person's tax obligations in connection with the vesting of 546 restricted stock units. The restricted stock units were reported as directly owned shares at the time they were granted.

2. Includes 5,296 shares of Common Stock subject to awards of restricted stock units.

**Remarks:** 

### Mark D. Fischer

\*\* 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.

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.

04/07/2016