SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

FORM 11-K

ANNUAL REPORT
PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

(Mark One):

 $|\mathsf{X}|$ ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [FEE REQUIRED]. For the fiscal year ended December 31, 1995

ΛE

$l_{-}l$	TRANSITION	REPORT	PURSUANT	T0	SECTION	15(d)	0F	THE	SECURITIES
EXCH	ANGE ACT OF	1934 [1	NO FEE REC	IUG	RED].				
For	he transiti	ion per:	iod from _		t	to			

Commission file number 1-724

- A. Full title of the plan and the address of the plan, if different from that of the issuer named below: Phillips-Van Heusen Corporation Associates Investment Plan For Hourly Associates Who Are Residents Of The Commonwealth Of Puerto Rico and Phillips-Van Heusen Corporation Associates Investment Plan For Salaried Associates Who Are Residents Of The Commonwealth Of Puerto Rico
- B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office: Phillips-Van Heusen Corporation, 1290 Avenue of the Americas, New York, New York 10104

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Administrative Committee has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

PHILLIPS-VAN HEUSEN CORPORATION ASSOCIATES INVESTMENT PLANS FOR RESIDENTS OF THE COMMONWEALTH OF PUERTO RICO

Dated: June 28, 1996

By /s/ PAMELA N. HOOTKIN
----Pamela N. Hootkin, Member of
Administrative Committee

Financial Statements and Supplemental Schedules

Phillips-Van Heusen Corporation Associates Investment Plan for Hourly Associates Who Are Residents of the Commonwealth of Puerto Rico

Years ended December 31, 1995 and 1994 with Report of Independent Auditors

Financial Statements and Supplemental Schedules

Years ended December 31, 1995 and 1994

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[LETTERHEAD OF ERNST & YOUNG LLP]

Report of Independent Auditors

Administrative Committee of the Plan Phillips-Van Heusen Corporation Associates Investment Plan for Hourly Associates Who Are Residents of the Commonwealth of Puerto Rico New York, New York

We have audited the accompanying statement of net assets available for plan benefits of the Phillips-Van Heusen Corporation Associates Investment Plan for Hourly Associates Who Are Residents of the Commonwealth of Puerto Rico as of December 31, 1995 and 1994, and the related statement of changes in net assets available for plan benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of the Plan as of December 31, 1995 and 1994, and the changes in its net assets available for plan benefits for the years then ended, in conformity with generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplemental Schedule of AIP Master Trust Assets Held for Investment as of December 31, 1995 and Reportable Transactions for the year then ended are presented for purposes of complying with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, and are not a required part of the basic financial statements. The supplemental schedules have been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ Ernst & Young LLP

New York, New York June 21, 1996

Statement of Net Assets Available for Plan Benefits

	Decemb	ber 31,
	1995	1994
A		
Assets Investments, at fair value (Notes A and F):		
Shares of registered investment companies:		
Equity Fund	\$ 12,125	\$
Bond Fund	10,580	
Balanced Fund	16,700	
International Fund	3,431	
Common StockEmployer Company	178, 151	178,981
Common trust fund*	80,573	44,002
Participant loans receivable	1,200	
Total investments	302,760	222,983
Receivables:		
Employer's contribution		4,738
Participants' contributions		8,615
rar crospanes contribuctions		
Total receivables		13,353
Liabilities		
Net assets available for plan benefits	\$302,760	\$236,336
	========	=======

^{*} Consists of the Money Market Fund in 1995 and the General Investment Fund and Stock Index Fund in 1994.

See notes to financial statements.

Statement of Changes in Net Assets Available for Plan Benefits

	Year ended 1 1995	December 31, 1994
Additions Net transfers from PVH Associates Investment Plan for Salaried Associates Who Are Residents of the Commonwealth of Puerto Rico	\$ 39,233	\$
Contributions: Employer Company, net of forfeitures Participants	45,115 93,422	53,986 131,193
Interest and investment income	138,537 18,186	185,179 3,740
Deductions Net transfers to PVH Associates Investment Plan for Salaried Associates Who Are Residents of the Commonwealth of Puerto Rico	195,956	188,919
Payments to participants	36,800	297 47,681
Net realized and unrealized depreciation of	,	47,978
investments (Note F)	(92,732)	(154,591)
Net increase/(decrease) Net assets available for plan benefits at beginning of year	66,424	(13,650)
y	236,336	249,986
Net assets available for plan benefits at end of year	\$ 302,760	\$ 236,336 =======

See notes to financial statements.

Notes to Financial Statements

December 31, 1995

A. Description of the Plan

The following description of the Phillips-Van Heusen Corporation (the "Company") Associates Investment Plan for Hourly Associates Who Are Residents of the Commonwealth of Puerto Rico (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

Plan Amendments

On July 1, 1995, the Plan was amended to include new investment elections and to dissolve the Stock Index Fund into the remaining funds. The amendment also increased the participant contribution percentage limit and added a loan feature.

General

The Plan is a defined contribution plan covering hourly paid production associates of the Company who are residents of the Commonwealth of Puerto Rico, have at least one year of service (1,000 hours in a year) and are age twenty-one or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions

Each year, participants may contribute up to 15% of pretax annual compensation, as defined by the Plan. The Company contributes 50% of the first 6% of base compensation that a participant contributes to the Plan.

Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contributions and (b) Plan earnings. Forfeited balances of terminated participants' nonvested accounts are used to reduce future Company contributions. One hundred percent of the Company contributions are automatically invested in the common stock of the Company. Participants age fifty-five or older may direct the Company contribution into any of the Plan's investment options.

Notes to Financial Statements (continued)

A. Description of the Plan (continued)

Vesting

Amounts attributable to Company contributions become vested on the participant's sixty-fifth birthday or if the participant's employment by the Company terminates by reason of the participant's death or permanent disability or the participant has completed five years of service with the Company.

Investment Options

Upon enrollment in the Plan, a participant may direct employee contributions in 5% increments into any of the six investment options. A participant may contribute a maximum of 25% of employee contributions into the Phillips-Van Heusen Corporation Common Stock Fund.

Phillips-Van Heusen Corporation Common Stock Fund - Funds are invested by the trustee in common shares of the Company. Common shares of the Company are purchased by the trustee in the open market.

Money Market Fund - Funds are invested by the trustee in short-term obligations and money market instruments.

Equity Fund - Funds are invested in shares of a registered investment company that invests primarily in common stocks. (Fidelity Growth & Income Portfolio)

Bond Fund - Funds are invested in shares of a registered investment company that invests in corporate bonds and U.S. government securities. (Fidelity Intermediate Bond Fund)

Balanced Fund - Funds are invested in shares of a registered investment company that invests in common stocks, preferred stocks, and bonds. (Fidelity Puritan Fund)

International Fund - Funds are invested in shares of a registered investment company that invests in common stocks and bonds of companies and governments outside the United States. (Templeton Foreign Fund)

Notes to Financial Statements (continued)

A. Description of the Plan (continued)

Participant Loans Receivable

Effective July 1, 1995, participants may borrow from the Plan, with certain restrictions, using their vested account balance as collateral. The minimum loan amount is \$1,000 and the maximum loan amount is the lesser of (i) \$50,000 reduced by the participant's highest outstanding loan balance during the previous twelve months or (ii) 50% of the vested value of the participant's account. Interest is fixed for the term of the loan at the prime rate as of the first business day of the month of application as published in the Wall Street Journal, plus 1%. Loan repayments are made through payroll deductions which may be specified for a term of 1 to 5 years or up to 15 years for the purchase of a primary residence.

Payment of Benefits

Participants entitled to final distributions generally will receive payment in the form of a lump sum amount equal to the value of their vested account.

Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

B. Significant Accounting Policies

The accounting records of the Plan are maintained on the accrual basis.

In accordance with the Rules and Regulations of the Department of Labor, investments are included at market value as determined by quoted market prices or at fair value as determined by Chase Manhattan Bank for the applicable Chase investment funds in the accompanying financial statements. Purchases and sales of securities are reflected on a trade date basis. Substantially all administrative expenses are paid by the Company.

Notes to Financial Statements (continued)

B. Significant Accounting Policies (continued)

All assets of the Plan are held by the trustee, Chase Manhattan Bank, in the Company's Associates Investment Plan Master Trust ("AIP Master Trust") and are segregated from the assets of the Company. The Plan shares in AIP Master Trust interest and investment income based upon its participants' shares of AIP Master Trust net assets available for plan benefits.

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from the estimates.

C. Transactions with Parties-in-Interest

During the years ended December 31, 1995 and 1994, the AIP Master Trust purchased 226,108 and 183,321 shares, respectively, of the Company's common stock and received \$298,851 and \$229,091, respectively, from the Company as payment of dividends on its common stock. The AIP Master Trust also sold 443,656 and 66,935 shares of the Company's common stock during the years ended December 31, 1995 and 1994, respectively.

Notes to Financial Statements (continued)

D. Changes in AIP Master Trust Net Assets by Fund

Changes in the AIP Master Trust net assets held by fund during the year ended December 31, 1995 were as follows:

	Phillips- Heusen Co Common St Fund	orp.		Money Market Fund*	 Stock Index Fund		Bond Fund	 Balanced Fund		Equity Fund
Net assets at beginning of year	\$ 24,889,	276	\$	7,181,636	\$ 7,603,808					
Interest and investment income Contributions received:	258,	386		509,408	116,968	\$	41,927	\$ 97,653	\$	152,964
Employer Company, net of forfeitures Employees Net realized and unrealized	2,349, 2,311,			180,822 956,599	244,807 537,338		(259) 235,349	857 583,942		(108) 834,762
(depreciation)/appreciation Loans to participants, net of repayments Payments to participants Transfers (to) from other accounts	(8,305, (284, (3,407, (3,185,	434) 543)		(139,857) (1,587,240) 1,396,904	1,408,254 (645,205) (9,265,970)		18,787 (28,241) (6,938) 1,397,364	152,961 (62,562) (66,120) 3,596,209		520,515 (180,625) (46,311) 4,839,217
Net assets at end of year	\$ 14,625,	212	\$	8,498,272	\$ 0	\$	1,657,989	\$ 4,302,940	\$	6,120,414
Plan's beneficial interest at 12/31/95	\$ 178,	151	\$	80,573	\$ 0	\$ \$	10,580	\$ 16,700	\$ -===	12,125
Net assets at beginning of year Interest and investment income Contributions received: Employer Company, net of forfeitures Employees Net realized and unrealized (depreciation)/appreciation Loans to participants, net of repayments Payments to participants Transfers (to) from other accounts Net assets at end of year	(34, (21,	381 (324)	\$	Loan Fund 717,488						
ŕ	1, 222,	138								
Plan's beneficial interest at 12/31/95	\$ 1,440, ======	=====	\$ ====	717,488 ======						
		431	\$ ====	1,200 =====						

 $^{^{\}star}$ $\,$ Formerly named the General Investment Fund.

Note: Certain funds above include investments in Chase Manhattan Bank Domestic Liquidity Funds.

Notes to Financial Statements (continued)

D. Changes in AIP Master Trust Net Assets by Fund (continued)

Changes in the AIP Master Trust net assets held in the stock, investment and index funds during the year ended December 31, 1994 were as follows:

	Phillips- Van Heusen Corp. Common Stock Fund	Investment	
Net assetsbeginning of year	\$ 56,372,946	\$ 6,898,939	\$ 6,838,298
Interest and investment income Contributions received:	244,703	298,900	204,310
Employer Company, net of forfeitures	1,585,769		329,308
Employees	4,041,108	946,037	883,455
Net realized and unrealized appreciation	(34,277,461)		(87,946)
Payments to participants	(3,636,527)	(768,847)	(470,352)
Transfers from (to) other accounts	558,738	(465,473)	(93,265)
Net assetsend of year	\$ 24,889,276 ========	\$ 7,181,636 =======	\$ 7,603,808 =======
Plan's beneficial interest at 12/31/94	\$ 178,981	\$ 8,828	\$ 35,174

E. Income Tax Status

The Puerto Rico Treasury Department has ruled that the Plan qualifies under Section 165(e) of the Puerto Rico Income Tax Act of 1954 ("PRITA") and therefore its related trust is tax-exempt under Section 165(a) of the PRITA. The Plan's most recent determination letter is dated June 5, 1995. The Administrative Committee of the Plan is not aware of any course of action or series of events that have occurred that might adversely affect the qualified status of the Plan.

Notes to Financial Statements (continued)

F. Assets of the Plan

Assets of the Plan are included in the assets of the AIP Master Trust held by The Chase Manhattan Bank, N.A. The assets of the AIP Master Trust are presented in the following table. Investments that represent 5% or more of the Master Trust's total net assets are identified by an asterisk.

	Decemb	er 31,
	1995	1994
Investments at Fair Value as Determined by Quoted Market Price- Shares of registered investment companies: Fidelity Growth & Income Portfolio,		
226,232 shares* Fidelity Intermediate Bond Fund,	\$ 6,119,575	\$
159,268 shares	1,657,981	
Fidelity Puritan Fund, 252,964 shares*	4,302,912	
Templeton Foreign Fund, 156,952 shares Phillips-Van Heusen Corp. Common Stock,	1,440,819	
1,401,647 and 1,619,195 shares, respectively*	13,841,264	24,692,724
Investments at Estimated Fair Value-		
Common trust fund*	9,283,104	14,903,103
Promissory notes (participant loans)	717,488	
Accrued income:		
Common Stock Employer Company		60,102
Common trust fund		18,791
Total net assets		\$39,674,720
Plan's beneficial interest	\$ 302,760	\$ 222,983
	=========	=========

Associates Investment Plan for Hourly Associates Who Are Residents of the Commonwealth of Puerto Rico

Notes to Financial Statements (continued)

F. Assets of the Plan (continued)

During 1995 and 1994, the AIP Master Trust's investments depreciated in fair value by \$6,239,803, net, and \$34,365,407, as follows:

	Èair Val	ation) in ue During December 31,
Fair Value of Assets Determined by Quoted Market Price:		
Phillips-Van Heusen Corp. Common Stock Fidelity Growth & Income Portfolio	\$ (8,305,792) 520,515	\$(34,277,461)
Fidelity Intermediate Bond Fund	18,787	
Fidelity Puritan Fund Templeton Foreign Fund	152,961 (34,528)	
Fair Value Estimated by Trustee:		
Common trust fund	1,408,254	(87,946)
Net depreciation in fair value	\$ (6,239,803)	\$(34,365,407)
Plan's beneficial interest	, , ,	\$ (154,591)
	==========	

G. Differences Between Plan Financial Statements and Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	Dec	ember 31, 1995
Net assets available for plan benefits per the financial statements Amounts allocated to withdrawn participants at December 31, 1995	\$	302,760 (14,901)
Net assets available for plan benefits per the Form 5500	\$	287,859 ======

Notes to Financial Statements (continued)

G. Differences Between Plan Financial Statements and Form 5500 (continued)

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500:

	Dece	r Ended mber 31, 1995
Benefits paid to participants per the financial statements Add: Amounts allocated to withdrawn participants at December 31, 1995 Less: Amounts allocated to withdrawn participants at December 31, 1994	\$	36,800 14,901 (8,903)
Benefits paid to participants per the Form 5500	\$	42,798

Amounts allocated to withdrawn participants on the Form 5500 represent benefit claims that have been processed and approved for payment prior to year-end but not yet paid.

AIP Master Trust Assets Held for Investment

December 31, 1995

	Cost	Market Value
Fidelity Growth & Income Portfolio	\$ 5,659,975	\$ 6,119,575
Fidelity Intermediate Bond Fund	1,639,092	1,657,981
Fidelity Puritan Fund	4,205,644	4,302,912
Templeton Foreign Fund	1,516,431	1,440,819
Chase Manhattan BankDomestic Liquidity Fund Phillips-Van Heusen Corporation Common Stock1,401,647 shares*	9, 283, 104	9, 283, 104
	17,565,607	13,841,264
Promissory Notes	717,488	717, 488
	\$40,587,341	\$37,363,143
	=========	=========

^{*} Party-in-interest investment (Note C).

Reportable Transactions

Year ended December 31, 1995

Party Involved	Description	Pı	urchase Price	 Selling Price	Cost of set Sold
Category (i) - Individual Transactions	in Excess of 5% of Plan Assets:				
Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund			\$ 9,097,274	\$ 6,037,061
Chase Manhattan Bank, N.A.	CMB - Domestic Liquidity Fund	\$	9,097,274		
Chase Manhattan Bank, N.A.	CMB - Domestic Liquidity Fund			\$ 9,128,548	\$ 9,128,548
Chase Manhattan Bank, N.A.	Fidelity Growth & Income Portfolio	\$	3,700,000		
Chase Manhattan Bank, N.A.	Fidelity Puritan Fund	\$	2,700,000		
Category (iii) - Series of Transaction	s in Excess of 5% of Plan Assets:				
Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund	\$	200,472	\$ 9,168,420	\$ 6,095,288
Chase Manhattan Bank, N.A.	CMB - Domestic Liquidity Fund	\$	21,444,628	\$ 19,826,360	\$ 19,826,360
Chase Manhattan Bank, N.A.	Fidelity Growth & Income Portfolio	\$	5,696,130	\$ 97,070	\$ 36,156
Chase Manhattan Bank, N.A.	Fidelity Puritan Fund	\$	4,234,866	\$ 84,915	\$ 29,233
Chase Manhattan Bank, N.A.	Phillips-Van Heusen Corp. Common Stock	\$	3,376,204	\$ 5,921,871	\$ 5,308,840
Party Involved	Description		et Gain r (Loss)	Number of ransactions	
Party InvolvedCategory (i) - Individual Transactions					
		01			
Category (i) - Individual Transactions	in Excess of 5% of Plan Assets:	01	r (Loss)	ransactions	
Category (i) - Individual Transactions Chase Manhattan Bank, N.A.	in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund	01	r (Loss)	ransactions 1	
Category (i) - Individual Transactions Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A.	in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund	\$:	r (Loss)	ransactions 1 1	
Category (i) - Individual Transactions Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A.	in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund	\$:	r (Loss)	ransactions 1 1 1	
Category (i) - Individual Transactions Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A.	in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund Fidelity Growth & Income Portfolio Fidelity Puritan Fund	\$:	r (Loss)	1 1 1 1	
Category (i) - Individual Transactions Chase Manhattan Bank, N.A.	in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund Fidelity Growth & Income Portfolio Fidelity Puritan Fund	\$:	r (Loss)	1 1 1 1	
Category (i) - Individual Transactions Chase Manhattan Bank, N.A. Category (iii) - Series of Transaction	in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund Fidelity Growth & Income Portfolio Fidelity Puritan Fund s in Excess of 5% of Plan Assets:	\$:	r (Loss)	1 1 1 1 1	
Category (i) - Individual Transactions Chase Manhattan Bank, N.A. Category (iii) - Series of Transaction Chase Manhattan Bank, N.A.	in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund Fidelity Growth & Income Portfolio Fidelity Puritan Fund s in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund	\$;	- (Loss) 	1 1 1 1 1	
Category (i) - Individual Transactions Chase Manhattan Bank, N.A. Category (iii) - Series of Transaction Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A.	in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund Fidelity Growth & Income Portfolio Fidelity Puritan Fund s in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund	\$;	- (Loss) 	1 1 1 1 1 1 2 362	

There were no category (ii) or (iv) reportable transactions for the year ended December 31, 1995.

Financial Statements and Supplemental Schedules

Phillips-Van Heusen Corporation Associates Investment Plan for Salaried Associates Who Are Residents of the Commonwealth of Puerto Rico

Years ended December 31, 1995 and 1994 with Report of Independent Auditors

Financial Statements and Supplemental Schedules

Years ended December 31, 1995 and 1994

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[LETTERHEAD OF ERNST & YOUNG LLP]

Report of Independent Auditors

Administrative Committee of the Plan Phillips-Van Heusen Corporation Associates Investment Plan for Salaried Associates Who Are Residents of the Commonwealth of Puerto Rico New York, New York

We have audited the accompanying statement of net assets available for plan benefits of the Phillips-Van Heusen Corporation Associates Investment Plan for Salaried Associates Who Are Residents of the Commonwealth of Puerto Rico as of December 31, 1995 and 1994, and the related statements of changes in net assets available for plan benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of the Plan as of December 31, 1995 and 1994, and the changes in its net assets available for plan benefits for the years then ended, in conformity with generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplemental Schedule of AIP Master Trust Assets Held for Investment as of December 31, 1995 and Reportable Transactions for the year then ended, are presented for purposes of complying with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, and are not a required part of the basic audited financial statements. The supplemental schedules have been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ Ernst & Young LLP

New York, New York June 21, 1996

Statement of Net Assets Available for Plan Benefits

	December 31,			
	1995	1994		
Accepta				
Assets				
Investments, at fair value (Notes A and F):				
Shares of registered investment companies:				
Equity Fund	\$ 18,156			
Bond Fund	5,250			
Balanced Fund	28,685			
International Fund	6,723			
Common StockEmployer Company		86,322		
Common trust fund*	36,257	49,074		
Participant loans receivable	5,700			
Total investments	160,243	135,396		
Receivables:				
Employer's contribution		2,937		
Participants' contributions		5,365		
Total receivables		8,302		
Liabilities				
Net assets available for plan benefits	\$160,243	\$143,698		
	========	========		

^{*} Consists of the Money Market Fund in 1995 and the General Investment Fund and Stock Index Fund in 1994.

See notes to financial statements.

Statement of Changes in Net Assets Available for Plan Benefits

	Year ended 1995	December 31, 1994
Additions Net transfer from the PVH Associates Investment Plan for Hourly Associates Who Are Residents of the Commonwealth of Puerto Rico	\$	\$ 297
Contributions: Employer Company, net of forfeitures Participants	25,498	33,462 81,431
Interest and investment income		114,893 1,795 116,985
Deductions Payments to participants		21,561
Net transfer to the PVH Associates Investment Plan for Hourly Associates Who Are Residents of the Commonwealth of Puerto Rico	30 233	
	39,233	
Net realized and unrealized depreciation of	45,612	21,561
investments (Note F)	(20,079)	(70,804)
Net increase Net assets available for plan benefits at	16,545	24,620
beginning of year	143,698	119,078
Net assets available for plan benefits at end of year	•	\$ 143,698 ======

See notes to financial statements.

Notes to Financial Statements

December 31, 1995

A. Description of the Plan

The following description of the Phillips-Van Heusen Corporation (the "Company") Associates Investment Plan for Salaried Associates Who Are Residents of the Commonwealth of Puerto Rico (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

Plan Amendments

On July 1, 1995, the Plan was amended to include new investment elections and to dissolve the Stock Index Fund into the remaining funds. The amendment also increased the participant contribution percentage limit and added a loan feature

General

The Plan is a defined contribution plan covering salaried paid clerical associates of the Company who are residents of the Commonwealth of Puerto Rico, have at least one year of service (1,000 hours in a year) and are age twenty-one or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions

Each year, participants may contribute up to 15% of pretax annual compensation, as defined by the Plan. The Company contributes 50% of the first 6% of base compensation that a participant contributes to the Plan.

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Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contributions and (b) Plan earnings. Forfeited balances of terminated participants' nonvested accounts are used to reduce future Company contributions. One hundred percent of the Company contributions are automatically invested in the common stock of the Company. Participants age fifty-five or older may direct the Company contribution into any of the Plan's investment options.

Notes to Financial Statements (continued)

A. Description of the Plan (continued)

Vesting

Amounts attributable to Company contributions become vested on the participant's sixty-fifth birthday or if the participant's employment by the Company terminates by reason of the participant's death or permanent disability or the participant has completed five years of service with the Company.

Investment Options

Upon enrollment in the Plan, a participant may direct employee contributions in 5% increments into any of the six investment options. A participant may contribute a maximum of 25% of employee contributions into the Phillips-Van Heusen Corporation Common Stock Fund.

Phillips-Van Heusen Corporation Common Stock Fund - Funds are invested by the trustee in common shares of the Company. Common shares of the Company are purchased by the trustee in the open market.

Money Market Fund - Funds are invested by the trustee in short-term obligations and money market instruments.

Equity Fund - Funds are invested in shares of a registered investment company that invests primarily in common stocks. (Fidelity Growth & Income Portfolio)

Bond Fund - Funds are invested in shares of a registered investment company that invests in corporate bonds and U.S. government securities. (Fidelity Intermediate Bond Fund)

Balanced Fund - Funds are invested in shares of a registered investment company that invests in common stocks, preferred stocks, and bonds. (Fidelity Puritan Fund)

International Fund - Funds are invested in shares of a registered investment company that invests in common stocks and bonds of companies and governments outside the United States. (Templeton Foreign Fund)

Notes to Financial Statements (continued)

A. Description of the Plan (continued)

Participant Loans Receivable

Effective July 1, 1995, participants may borrow from the Plan, with certain restrictions, using their vested account balance as collateral. The minimum loan amount is \$1,000 and the maximum loan amount is the lesser of (i) \$50,000 reduced by the participant's highest outstanding loan balance during the previous twelve months or (ii) 50% of the vested value of the participant's account. Interest is fixed for the term of the loan at the prime rate as of the first business day of the month of application as published in the Wall Street Journal, plus 1%. Loan repayments are made through payroll deductions which may be specified for a term of 1 to 5 years or up to 15 years for the purchase of a primary residence.

Payment of Benefits

Participants entitled to final distributions generally will receive payment in the form of a lump sum amount equal to the value of their vested account.

Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

B. Significant Accounting Policies

The accounting records of the Plan are maintained on the accrual basis.

In accordance with the Rules and Regulations of the Department of Labor, investments are included at market value as determined by quoted market prices or at fair value as determined by Chase Manhattan Bank for the applicable Chase investment funds in the accompanying financial statements. Purchases and sales of securities are reflected on a trade date basis. Substantially all administrative expenses are paid by the Company.

Notes to Financial Statements (continued)

B. Significant Accounting Policies (continued)

All assets of the Plan are held by the trustee, Chase Manhattan Bank, in the Company's Associates Investment Plan Master Trust ("AIP Master Trust") and are segregated from the assets of the Company. The Plan shares in AIP Master Trust interest and investment income based upon its participants' shares of AIP Master Trust net assets available for plan benefits.

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from the estimates.

C. Transactions with Parties-in-Interest

During the years ended December 31, 1995 and 1994, the AIP Master Trust purchased 226,108 and 183,321 shares, respectively, of the Company's common stock and received \$298,851 and \$229,091, respectively, from the Company as payment of dividends on its common stock. The AIP Master Trust also sold 443,656 and 66,935 shares of the Company's common stock during the years ended December 31, 1995 and 1994, respectively.

Notes to Financial Statements (continued)

D. Changes in AIP Master Trust Net Assets by Fund

Changes in the AIP Master Trust net assets held by fund during the year ended December 31, 1995 were as follows:

	Н	Phillips-Van Heusen Corp. Common Stock Fund	Money Market Fund*		Stock Index Fund		Bond Fund	 Balanced Fund
Net assets at beginning of year	\$	24,889,276	\$ 7,181,6	36 \$	7,603,808			
Interest and investment income Contributions received:		258,386	509,4	08	116,968	\$	41,927	\$ 97,653
Employer Company, net of forfeitures		2,349,930	180,8	22	244,807		(259)	857
Employees		2,311,251	956,5	99	537,338		235,349	583,942
Net realized and unrealized (depreciation)/appreciation Loans to participants, net of repayments Payments to participants Transfers (to) from other accounts		(8,305,792) (284,434) (3,407,543) (3,185,862)	(139,8 (1,587,2 1,396,9	40)	1,408,254 - (645,205) (9,265,970)		18,787 (28,241) (6,938) 1,397,364	 152,961 (62,562) (66,120) 3,596,209
Net assets at end of year	\$	14,625,212	\$ 8,498,2	72 \$	0	\$	1,657,989	\$ 4,302,940
Plan's beneficial interest at 12/31/95	\$ ===	59,472	======================================	====== 57	0 ======	\$ ===	5,250	\$ 28,685
		Equity	Internation	al	Loan			

	 Equity Fund	International Fund		Loan Fund
Net assets at beginning of year				
Interest and investment income Contributions received:	\$ 152,964	\$ 46,381		
Employer Company, net of forfeitures	(108)	(324)		
Employees	834,762	274,684		
Net realized and unrealized				
(depreciation)/appreciation		(34,528)		
Loans to participants, net of repayments	(180,625)	(21,769)	\$	717,488
Payments to participants	(46,311)	(45,754)		
Transfers (to) from other accounts	4,839,217	1,222,138		
Net assets at end of year	\$ 6,120,414	\$ 1,440,828	\$ ======	717,488
Plan's beneficial interest at 12/31/95	\$ 18,156	\$ 6,723	\$	5,700

^{*} Formerly named the General Investment Fund.

Note: Certain funds above include investments in Chase Manhattan Bank Domestic Liquidity Funds.

Notes to Financial Statements (continued)

D. Changes in AIP Master Trust Net Assets by Fund (continued)

Changes in the AIP Master Trust net assets held in the stock, investment and index funds during the year ended December 31, 1994 were as follows:

	Phillips- Van Heusen Corp. Common Stock Fund		Stock Index Fund
Net assetsbeginning of year	\$ 56,372,946	\$ 6,898,939	\$ 6,838,298
Interest and investment income Contributions received:	244,703	298,900	204,310
Employer Company, net of forfeitures Employees	1,585,769 4,041,108	272,080 946,037	329,308 883,455
Net realized and unrealized appreciation Payments to participants	(34,277,461) (3,636,527)	` ' '	` , ,
Transfers from (to) other accounts	558,738	(465,473)	(93, 265)
Net assetsend of year		\$ 7,181,636 ==========	
Plan's beneficial interest at 12/31/94	\$ 86,322 ========	\$ 13,660	\$ 35,414 ==========

E. Income Tax Status

The Puerto Rico Treasury Department has ruled that the Plan qualifies under Section 165(e) of the Puerto Rico Income Tax Act of 1954 ("PRITA") and therefore its related trust is tax-exempt under Section 165(a) of the PRITA. The Plan's most recent determination letter is dated June 5, 1995. The Administrative Committee of the Plan is not aware of any course of action or series of events that have occurred that might adversely affect the qualified status of the Plan.

Notes to Financial Statements (continued)

F. Assets of the Plan

Assets of the Plan are included in the assets of the AIP Master Trust held by The Chase Manhattan Bank, N.A. The assets of the AIP Master Trust are presented in the following table. Investments that represent 5% or more of the Master Trust's total net assets are identified by an asterisk.

	Decemb 1995	
	1995	1994
Investments at Fair Value as Determined by Quoted Market Price- Shares of registered investment companies: Fidelity Growth & Income Portfolio,		
226,232 shares* Fidelity Intermediate Bond Fund,	\$ 6,119,575	\$
159,268 shares	1,657,981	
Fidelity Puritan Fund, 252,964 shares*	4,302,912	
Templeton Foreign Fund, 156,952 shares Phillips-Van Heusen Corp. Common Stock,	1,440,819	
1,401,647 and 1,619,195 shares, respectively*	13,841,264	24,692,724
Investments at Estimated Fair Value-	0 000 101	14 000 100
Common trust fund*	9,283,104	14,903,103
Promissory notes (participant loans)	717,488	
Accrued income:		
Common Stock Employer Company		60,102
Common trust fund		18,791
Total net asssets	\$37,363,143	\$39,674,720
Plan's beneficial interest	\$ 160,243	\$ 135,396

Notes to Financial Statements (continued)

F. Assets of the Plan (continued)

During 1995 and 1994, the AIP Master Trust's investments depreciated in fair value by \$6,239,803, net, and \$34,365,407, as follows:

	(Depreci Fair Val	eciation ation) in ue During December 31, 1994
Fair Value of Assets Determined by Quoted Market Price:		
Phillips-Van Heusen Corp. Common Stock	\$ (8,305,792)	\$(34,277,461)
Fidelity Growth & Income Portfolio	520,515	
Fidelity Intermediate Bond Fund	18,787	
Fidelity Puritan Fund	152,961	
Templeton Foreign Fund	(34,528)	
Fair Value Estimated by Trustee:		
Common trust fund	1,408,254	(87,946)
Net depreciation in fair value	\$ (6,239,803)	\$(34,365,407)
Plan's beneficial interest	\$ (20,079)	\$ (70,804)

${\tt G.}$ Differences Between Plan Financial Statements and Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	Dece	ember 31, 1995
Net assets available for plan benefits per the financial statements Amounts allocated to withdrawn participants at December 31, 1995	\$	160,243 (4,881)
Net assets available for plan benefits per the Form 5500	\$	155,362

Notes to Financial Statements (continued)

G. Differences Between Plan Financial Statements and Form 5500 (continued)

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500:

	ar Ended ember 31, 1995
Benefits paid to participants per the financial statements Add: Amounts allocated to withdrawn participants at December 31, 1995 Less: Amounts allocated to withdrawn participants at December 31, 1994	\$ 6,379 4,881 (3,999)
Benefits paid to participants per the Form 5500	\$ 7,261

Amounts allocated to withdrawn participants on the Form 5500 represent benefit claims that have been processed and approved for payment prior to year-end but not yet paid.

AIP Master Trust Assets Held for Investment

December 31, 1995

	Cost	Market Value
Fidelity Growth & Income Portfolio Fidelity Intermediate Bond Fund Fidelity Puritan Fund Templeton Foreign Fund Chase Manhattan BankDomestic Liquidity Fund Phillips-Van Heusen Corporation Common Stock1,401,647 shares*	\$ 5,659,975 1,639,092 4,205,644 1,516,431 9,283,104	\$ 6,119,575 1,657,981 4,302,912 1,440,819 9,283,104
Promissory Notes	17,565,607 717,488 \$40,587,341	13,841,264 717,488

^{*} Party-in-interest investment (Note C).

Reportable Transactions

Year ended December 31, 1995

Party Involved	Description	P 	urchase Price	 Selling Price	 Cost of Asset Sold
Category (i) - Individual Transactions	in Excess of 5% of Plan Assets:				
Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund			\$ 9,097,274	\$ 6,037,061
Chase Manhattan Bank, N.A.	CMB - Domestic Liquidity Fund	\$	9,097,274		
Chase Manhattan Bank, N.A.	CMB - Domestic Liquidity Fund			\$ 9,128,548	\$ 9,128,548
Chase Manhattan Bank, N.A.	Fidelity Growth & Income Portfolio	\$	3,700,000		
Chase Manhattan Bank, N.A.	Fidelity Puritan Fund	\$	2,700,000		
Category (iii) - Series of Transaction	s in Excess of 5% of Plan Assets:				
Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund	\$	200,472	\$ 9,168,420	\$ 6,095,288
Chase Manhattan Bank, N.A.	CMB - Domestic Liquidity Fund	\$	21,444,628	\$ 19,826,360	\$ 19,826,360
Chase Manhattan Bank, N.A.	Fidelity Growth & Income Portfolio	\$	5,696,130	\$ 97,070	\$ 36,156
Chase Manhattan Bank, N.A.	Fidelity Puritan Fund	\$	4,234,866	\$ 84,915	\$ 29,233
Chase Manhattan Bank, N.A.	Phillips-Van Heusen Corp. Common Stock	\$	3,376,204	\$ 5,921,871	\$ 5,308,840
Party Involved	Description		Net Gain or (Loss)	 Number of Transaction	_
Category (i) - Individual Transactions	in Excess of 5% of Plan Assets:				
Category (i) - Individual Transactions Chase Manhattan Bank, N.A.	in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund		\$ 3,060,212	1	
<i>• • • • • • • • • • • • • • • • • • • </i>			\$ 3,060,212	1	
Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund		\$ 3,060,212		
Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund		, ,	1	
Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund		, ,	1	
Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund Fidelity Growth & Income Portfolio Fidelity Puritan Fund		, ,	1 1 1	
Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund Fidelity Growth & Income Portfolio Fidelity Puritan Fund		, ,	1 1 1	
Chase Manhattan Bank, N.A. Category (iii) - Series of Transaction	CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund Fidelity Growth & Income Portfolio Fidelity Puritan Fund s in Excess of 5% of Plan Assets:		\$ -	1 1 1	
Chase Manhattan Bank, N.A. Category (iii) - Series of Transaction Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund Fidelity Growth & Income Portfolio Fidelity Puritan Fund s in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund		\$ - \$ 3,073,132	1 1 1 1	
Chase Manhattan Bank, N.A. Category (iii) - Series of Transaction Chase Manhattan Bank, N.A. Chase Manhattan Bank, N.A.	CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund CMB - Domestic Liquidity Fund Fidelity Growth & Income Portfolio Fidelity Puritan Fund s in Excess of 5% of Plan Assets: CMB - S&P 500 Index Fund CMB - Domestic Liquidity Fund		\$ - \$ 3,073,132 \$ -	1 1 1 1 12 362	

There were no category (ii) or (iv) reportable transactions for the year ended December 31, 1995.

[LETTERHEAD OF ERNST & YOUNG LLP]

Consent of Independent Accountants

We consent to the incorporation by reference in the Registration Statement (Form S-8) pertaining to the Associates Investment Plan for Salaried Associates Who Are Residents of the Commonwealth of Puerto Rico and the Associates Investment Plan for Hourly Associates Who Are Residents of the Commonwealth of Puerto Rico, of the Phillips-Van Heusen Corporation, of our reports dated June 21, 1996, with respect to the financial statements and supplemental schedules of the above mentioned plans included in this Annual Report (Form 11K) for the year ended December 31, 1995.

/s/ Ernst & Young LLP

June 21, 1996 New York, New York