

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D  
(Rule 13d-101)

Under the Securities Exchange Act of 1934  
(Amendment No.1)\*

Phillips-Van Heusen Corporation

-----  
(Name of Issuer)

Common Stock, par value \$1.00 per share

-----  
(Title of Class of Securities)

718592 10 8

-----  
(CUSIP Number)

Edward H. Cohen  
Rosenman & Colin LLP  
575 Madison Avenue  
New York, New York 10022  
(212) 940-8800

-----  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

May 26, 1998

-----  
(Date of Event which Requires Filing  
of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box .

Check the following box if a fee is being paid with the statement . (A fee is not required if the reporting person: (1) has a previously statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no attachment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

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CUSIP No. 718592 10 8

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Page 2 of 6 Pages

-----  
1 Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Vaneton International Inc.

-----  
2 Check the Appropriate Box If a Member of a Group\*  
a.   
b.

-----  
3 SEC Use Only

4 Source of Funds\*

WC

5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization

British Virgin Islands

Number of Shares Beneficially Owned By Each Reporting Person With	7	Sole Voting Power	-----
	8	Shared Voting Power	-----
		3,160,001	-----
	9	Sole Dispositive Power	-----
	10	Shared Dispositive Power	-----
		3,160,001	-----

11 Aggregate Amount Beneficially Owned by Each Reporting Person

3,160,001

12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares\*

13 Percent of Class Represented By Amount in Row (11)

11.6%

14 Type of Reporting Person

CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7 (INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

SCHEDULE 13D

CUSIP No. 718592 10 8

Page 3 of 6 Pages

1 Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Dr. Richard Lee

2 Check the Appropriate Box If a Member of a Group\*  
a.   
b.

3 SEC Use Only

4 Source of Funds\*  
  
WC

5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to Items  
2(d) or 2(e)

6 Citizenship or Place of Organization  
  
United Kingdom

Number of Shares Beneficially Owned By Each Reporting Person With	7	Sole Voting Power
	8	Shared Voting Power
		3,160,001
	9	Sole Dispositive Power
	10	Shared Dispositive Power
		3,160,001

11 Aggregate Amount Beneficially Owned by Each Reporting Person  
  
3,160,001

12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares\*

13 Percent of Class Represented By Amount in Row (11)  
  
11.6%

14 Type of Reporting Person  
  
IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!  
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7  
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

This Amendment 1 to Schedule 13D is being filed by Vaneton International Inc. and Dr. Richard Lee (hereinafter referred to as the "Reporting Persons") with respect to the acquisition of shares of the common stock, \$1.00 par value (the "Common Stock"), of Phillips-Van Heusen Corporation, a Delaware corporation (the "Issuer").

Item 3: Source and Amount of Funds or Other Consideration.

On May 26, 1998, the Reporting Persons acquired 300,000 shares of Common Stock in an open market transaction on the New York Stock Exchange at a price of 13 1/2 per share. The source of funds used for the transaction was the working capital of Vaneton International Inc.

Item 5: Interest in Securities of the Issuer.

As of June 8, 1998, the Reporting Persons beneficially own 3,160,001 shares of Common Stock, or approximately 11.6% of the Common Stock based on 27,187,644 shares of common stock issued and outstanding as of April 1, 1998 as reported by the Issuer.

SIGNATURES

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: June 8, 1998

VANETON INTERNATIONAL INC.

By: /s/ Edward H. Cohen

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Name: Edward H. Cohen, Authorized Signatory

DR. RICHARD LEE

By: /s/ Edward H. Cohen

-----  
Name: Edward H. Cohen, Authorized Signatory

## SCHEDULE A

LIST OF EXECUTIVE OFFICERS AND DIRECTORS  
OF VANETON INTERNATIONAL INC.

Name -----	Position -----	Address -----	Principal Occupation -----
1. Dr. Richard Lee	Director	6/F TAL Building 49 Austin Road Kowloon, Hong Kong	Director of TAL Apparel Limited
2. Randy Cheung	Director	6/F TAL Building 49 Austin Road Kowloon, Hong Kong	Director of TAL Apparel Limited
3. Ruth Kan	Secretary	6/F TAL Building 49 Austin Road Kowloon, Hong Kong	Secretary of Vaneton International Inc.