

CHIRICO EMANUEL

Form 4

December 01, 2005

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CHIRICO EMANUEL

(Last) (First) (Middle)

C/O PHILLIPS-VAN HEUSEN
CORPORATION, 200 MADISON
AVENUE

(Street)

NEW YORK, NY 10016

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
PHILLIPS VAN HEUSEN CORP
/DE/ [PVH]

3. Date of Earliest Transaction
(Month/Day/Year)
11/29/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and COO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock, par value \$1 | 11/29/2005 | | M | | 15,000 | A | \$ 13.125 | 20,339 | D |
| Common Stock, par value \$1 | 11/29/2005 | | M | | 20,000 | A | \$ 14.25 | 40,339 | D |
| Common Stock, par value \$1 | 11/29/2005 | | M | | 30,000 | A | \$ 13.0625 | 70,339 | D |

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|-----------------------------------|------------|---|--------|---|-----------|---------|---|
| Common Stock, par value \$1 | 11/29/2005 | M | 25,000 | A | \$ 6.8125 | 95,339 | D |
| Common Stock, par value \$1 | 11/29/2005 | M | 30,000 | A | \$ 9.8125 | 125,339 | D |
| Common Stock, par value \$1 | 11/29/2005 | M | 40,000 | A | \$ 9.375 | 165,339 | D |
| Common Stock, par value \$1 | 11/29/2005 | M | 40,000 | A | \$ 13.4 | 205,339 | D |
| Common Stock, par value \$1 | 11/29/2005 | M | 30,000 | A | \$ 14.92 | 235,339 | D |
| Common Stock, par value \$1 | 11/29/2005 | M | 20,000 | A | \$ 12.34 | 255,339 | D |
| Common Stock, par value \$1 | 11/29/2005 | S | 8,500 | D | \$ 33.75 | 255,339 | D |
| Common Stock, par value \$1 | 11/29/2005 | S | 3,500 | D | \$ 33.76 | 243,339 | D |
| Common Stock, par value \$1 | 11/29/2005 | S | 2,700 | D | \$ 33.77 | 240,639 | D |
| Common Stock, par value \$1 | 11/29/2005 | S | 1,900 | D | \$ 33.78 | 238,739 | D |
| Common Stock, par value \$1 | 11/29/2005 | S | 200 | D | \$ 33.79 | 238,539 | D |
| Common Stock, par value \$1 | 11/29/2005 | S | 2,300 | D | \$ 33.8 | 236,239 | D |
| Common Stock, par value \$1 | 11/29/2005 | S | 1,800 | D | \$ 33.81 | 234,439 | D |
| Common Stock, par value \$1 | 11/29/2005 | S | 700 | D | \$ 33.82 | 233,739 | D |
| Common Stock, par | 11/29/2005 | S | 200 | D | \$ 33.83 | 233,539 | D |

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value \$1

| | | | | | | | |
|-----------------------------------|------------|---|-----|---|----------|---------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 300 | D | \$ 33.84 | 233,239 | D |
|-----------------------------------|------------|---|-----|---|----------|---------|---|

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|-----------------------------------|------------|---|--------|---|----------|---------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 27,100 | D | \$ 33.85 | 206,139 | D |
|-----------------------------------|------------|---|--------|---|----------|---------|---|

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|-----------------------------------|------------|---|--------|---|----------|---------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 10,300 | D | \$ 33.86 | 195,839 | D |
|-----------------------------------|------------|---|--------|---|----------|---------|---|

| | | | | | | | |
|-----------------------------------|------------|---|-------|---|----------|---------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 3,300 | D | \$ 33.87 | 192,539 | D |
|-----------------------------------|------------|---|-------|---|----------|---------|---|

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|-----------------------------------|------------|---|-------|---|----------|---------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 5,200 | D | \$ 33.88 | 187,339 | D |
|-----------------------------------|------------|---|-------|---|----------|---------|---|

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|-----------------------------------|------------|---|-------|---|----------|---------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 6,200 | D | \$ 33.89 | 181,139 | D |
|-----------------------------------|------------|---|-------|---|----------|---------|---|

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|-----------------------------------|------------|---|---------|---|---------|--------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 126,000 | D | \$ 33.9 | 55,139 | D |
|-----------------------------------|------------|---|---------|---|---------|--------|---|

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|-----------------------------------|------------|---|-----|---|----------|--------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 600 | D | \$ 33.91 | 54,539 | D |
|-----------------------------------|------------|---|-----|---|----------|--------|---|

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|-----------------------------------|------------|---|-------|---|----------|--------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 1,100 | D | \$ 33.92 | 53,439 | D |
|-----------------------------------|------------|---|-------|---|----------|--------|---|

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|-----------------------------------|------------|---|-----|---|----------|--------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 500 | D | \$ 33.93 | 52,939 | D |
|-----------------------------------|------------|---|-----|---|----------|--------|---|

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|-----------------------------------|------------|---|-------|---|----------|--------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 1,800 | D | \$ 33.95 | 51,139 | D |
|-----------------------------------|------------|---|-------|---|----------|--------|---|

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|-----------------------------------|------------|---|-------|---|----------|--------|---|
| Common Stock, par value \$1 | 11/29/2005 | S | 2,200 | D | \$ 33.96 | 48,939 | D |
|-----------------------------------|------------|---|-------|---|----------|--------|---|

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

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SEC 1474
(9-02)

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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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Date of Acquisition or Disposition (Instr. 3, 4, and 5) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option (Right to Buy) ⁽¹⁾ | \$ 13.125 | 11/29/2005 | | M | | 15,000 | | ⁽²⁾ | 06/18/2006 | Common Stock, \$1 par value | 15,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 14.25 | 11/29/2005 | | M | | 20,000 | | ⁽³⁾ | 06/17/2007 | Common Stock, \$1 par value | 20,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 13.0625 | 11/29/2005 | | M | | 30,000 | | ⁽⁴⁾ | 06/18/2008 | Common Stock, \$1 par value | 30,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 6.8125 | 11/29/2005 | | M | | 25,000 | | ⁽⁵⁾ | 12/17/2008 | Common Stock, \$1 par value | 25,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 9.8125 | 11/29/2005 | | M | | 30,000 | | ⁽⁶⁾ | 06/04/2009 | Common Stock, \$1 par value | 30,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 9.375 | 11/29/2005 | | M | | 40,000 | | ⁽⁷⁾ | 06/13/2010 | Common Stock, \$1 par value | 40,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 13.4 | 11/29/2005 | | M | | 40,000 | | ⁽⁸⁾ | 03/26/2011 | Common Stock, \$1 par value | 40,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 14.92 | 11/29/2005 | | M | | 30,000 | | ⁽⁹⁾ | 04/22/2012 | Common Stock, \$1 par value | 30,000 |
| Option (Right to Buy) ⁽¹⁾ | \$ 12.34 | 11/29/2005 | | M | | 20,000 | | ⁽¹⁰⁾ | 06/18/2006 | Common Stock, \$1 par value | 20,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CHIRICO EMANUEL
C/O PHILLIPS-VAN HEUSEN CORPORATION
200 MADISON AVENUE
NEW YORK, NY 10016

X

President and COO

Signatures

Emanuel
Chirico

12/01/2005

__Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) All options exercisable for shares of Issuer's Common Stock, \$1 par value.
 - (2) Options to acquire 5,000 shares became exercisable on each of 06/18/99, 06/18/00 and 06/18/01.
 - (3) Options to acquire 6,666 shares became exercisable on 6/17/00 and options to acquire 6,667 shares became exercisable on each of 6/17/01 and 6/17/02.
 - (4) Options to acquire 10,000 shares became exercisable on each of 6/18/01, 6/18/02 and 6/18/03.
 - (5) Options to acquire 8,333 shares became exercisable on each of 12/17/01 and 12/17/02 and options to acquire a further 8,334 shares became exercisable on 12/17/03.
 - (6) Options to acquire 9,999 shares became exercisable on 6/4/02, options to acquire 10,000 shares became exercisable on 6/4/03 and options to acquire a further 10,001 shares became exercisable on 6/4/04.
 - (7) Options to acquire 10,000 shares became exercisable on each of 6/13/01, 6/13/02, 6/13/03 and 6/13/04.
 - (8) Options to acquire 10,000 shares became exercisable on each of 3/26/02, 3/26/03, 3/26/04 and 3/26/05.
 - (9) Options to acquire 10,000 shares became exercisable on each of 4/22/03, 4/22/04 and 4/22/05.
 - (10) Options to acquire 10,000 shares became exercisable on each of 4/2/04 and 4/2/05.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.