

FISCHER MARK D
Form 4
June 08, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FISCHER MARK D

(Last) (First) (Middle)

C/O PVH CORP., 200 MADISON AVENUE

(Street)

NEW YORK, NY 10016

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PVH CORP. /DE/ [PVH]

3. Date of Earliest Transaction (Month/Day/Year)
06/06/2018

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)

EVP, General Counsel & Sec.

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, \$1 par value	06/06/2018		M		1,100 A \$ 115.05 13,943 ⁽¹⁾	D	
Common Stock, \$1 par value	06/06/2018		S		1,100 D \$ 164.252 12,843 ⁽¹⁾ ₍₂₎	D	
Common Stock, \$1 par value	06/07/2018		M		1,100 A \$ 115.05 13,943 ⁽¹⁾	D	
Common Stock, \$1	06/07/2018		S		1,100 D \$ 166 12,843 ⁽¹⁾	D	

par value									
Common Stock, \$1 par value	06/08/2018		M	1,100	A	\$ 115.05	13,943 ⁽¹⁾	D	
Common Stock, \$1 par value	06/08/2018		S	1,100	D	\$ 168	12,843 ⁽¹⁾	D	
Common Stock, \$1 par value							702.012	I	By 401(k) Plan

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

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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. Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 115.05	06/06/2018		M	1,100	⁽³⁾ 05/01/2024	Common Stock, \$1 par value.	1,100	
Option (Right to Buy)	\$ 115.05	06/07/2018		M	1,100	⁽³⁾ 05/01/2024	Common Stock, \$1 par value.	1,100	
Option (Right to Buy)	\$ 115.05	06/08/2018		M	1,100	⁽³⁾ 05/01/2024	Common Stock, \$1 par value.	1,100	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

FISCHER MARK D
C/O PVH CORP.
200 MADISON AVENUE
NEW YORK, NY 10016

EVP, General Counsel & Sec.

Signatures

Mark D. Fischer 06/08/2018

**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) Includes 7,208 shares of Common Stock subject to awards of restricted stock units.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$164.0601 to \$164.30 inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (3) This was part of a grant of 3,300 options. Options to acquire 825 shares became exercisable on each of 5/01/14, 5/01/15, 5/01/16 and 5/01/17.

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.