

ZACCARO MICHAEL B
Form 4
June 27, 2006

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ZACCARO MICHAEL B

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
06/23/2006

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Vice Chairman, Retail

C/O PHILLIPS-VAN HEUSEN
CORPORATION, 1001 FRONTIER
ROAD

(Street)

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

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

BRIDGEWATER, NJ 08807

(City) (State) (Zip)

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 or Disposed of (D) (Instr. 3, 4 and 5) (A) or (D)	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)
Common Stock, par value \$1	06/23/2006		M	13,329 A	\$ 14.25 23,329	D	
Common Stock, par value \$1	06/23/2006		M	1,188 A	\$ 13.4 24,517	D	
Common Stock, par value \$1	06/23/2006		M	10,260 A	\$ 12.34 34,777	D	

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Common
Stock, par 06/23/2006 M 1,712 A \$ 19.1 36,489 D
value \$1

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

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SEC 1474
(9-02)

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. Amount or Number of Shares
Option (Right to Buy) ⁽¹⁾	\$ 14.25	06/23/2006		M	13,329	⁽²⁾ 06/17/2007	Common Stock, \$1 par value	13,329
Option (Right to Buy) ⁽¹⁾	\$ 13.4	06/23/2006		M	1,188	⁽³⁾ 03/26/2011	Common Stock, \$1 par value	1,188
Option (Right to Buy) ⁽¹⁾	\$ 12.34	06/23/2006		M	10,260	⁽⁴⁾ 04/02/2013	Common Stock, \$1 par value	10,260
Option (Right to Buy) ⁽¹⁾	\$ 19.1	06/23/2006		M	1,712	⁽⁵⁾ 04/27/2014	Common Stock, \$1 par value	1,712

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ZACCARO MICHAEL B C/O PHILLIPS-VAN HEUSEN CORPORATION 1001 FRONTIER ROAD BRIDGEWATER, NJ 08807	Vice Chairman, Retail

Signatures

Michael B.
Zaccaro

06/26/2006

__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 4,443 shares became exercisable on each of 6/17/00, 6/17/01 and 6/17/02.
- (3) Options to acquire 297 shares became exercisable on each of 3/26/02, 3/26/03, 3/26/04 and 3/26/05.
- (4) Options to acquire 5,130 shares became exercisable on each of 4/2/04 and 4/2/05.
- (5) Options to acquire 1,712 shares became exercisable on 4/27/05.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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