

ONNINK LUDOVICUS RUDOLPH
Form 4
April 11, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
ONNINK LUDOVICUS RUDOLPH

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)
 Director 10% Owner
 Officer (give title below) Other (specify below)
COO of Tommy Hilfiger

(Last) (First) (Middle)
C/O TOMMY HILFIGER U.S.A., INC., 601 WEST 26TH STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/07/2011

NEW YORK, NY 10001

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

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

(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 (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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock, \$1 par value	04/07/2011		A	3,232 (1)	\$ 0 (1)	6,628 (6)	D
Common Stock, \$1 par value					282,608 (2)	(3)	I

By Elmira 5 B.V. (formerly known as Cinquecento B.V.)

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

Edgar Filing: ONNINK LUDOVICUS RUDOLPH - Form 4

ownership of interests in Elmira 5 B.V. Mr. Onnink acquired his children's interests in Elmira 5 B.V. The aggregate number of shares of Common Stock beneficially owned by Elmira 5 B.V. is 1,941,738 shares.

The shares of Common Stock reported on this row are held in escrow pursuant to escrow arrangements whereby a portion of such shares

(3) may be forfeited to satisfy indemnity or purchase price adjustment payments made to Issuer, or because certain time vesting conditions are not met.

(4) All options exercisable for shares of Issuer's Common Stock, \$1 par value.

(5) Options to acquire 2,075 shares become exercisable on each of 4/7/2012, 4/7/2013, 4/7/2014 and 4/7/2015.

(6) Represents shares of Common Stock subject to awards of restricted stock units.

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.