

PVH CORP. /DE/  
Form 4  
April 11, 2017

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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## 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 \*  
**SHIFFMAN STEVEN B**

(Last) (First) (Middle)

C/O CALVIN KLEIN, INC., 205  
WEST 39TH STREET

(Street)

NEW YORK, NY 10018

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/07/2017

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)

CEO, Calvin Klein

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, \$1 par value	04/07/2017		A		5,892 <sup>(1)</sup> \$ 0	20,488 <sup>(2)</sup>	D
Common Stock, \$1 par value	04/07/2017		F		337 <sup>(3)</sup> \$ 101.9	20,151 <sup>(4)</sup>	D
Common Stock, \$1 par value						1,919.9225	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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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) <sup>(5)</sup>	\$ 101.9	04/07/2017		A	14,800	<sup>(6)</sup> 04/07/2027	Common Stock, \$1 par value	14,800

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHIFFMAN STEVEN B C/O CALVIN KLEIN, INC. 205 WEST 39TH STREET NEW YORK, NY 10018			CEO, Calvin Klein	

## Signatures

Steven B. Shiffman 04/10/2017

\*\*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) Represents shares subject to an award of restricted stock units. Each unit represents a contingent right to receive one share of Issuer's Common Stock. The units vest 25% (1,473 shares) on each anniversary of grant. Vested shares are delivered as soon as practicable after they vest.
  - (2) Includes 17,238 shares of Common Stock subject to awards of restricted stock units.
  - (3) Represents shares withheld to satisfy the Reporting Person's tax obligations in connection with the vesting of 652 restricted stock units. The restricted stock units were previously reported as directly owned shares on a prior filing.
  - (4) Includes 16,586 shares of Common Stock subject to awards of restricted stock units.

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

(6) Options to acquire 3,700 shares become exercisable on each of 4/7/2018, 4/7/2019, 4/7/2020 and 4/7/2021.

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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