

GRIEDER DANIEL
Form 4
June 05, 2018

FORM 4

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

OMB APPROVAL

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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 *
GRIEDER DANIEL

(Last) (First) (Middle)

C/O TOMMY HILFIGER U.S.A,
INC., 601 WEST 26TH STREET

(Street)

NEW YORK, NY 10001

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/01/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
CEO Tommy Hilfiger &PVH Europe

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 | 06/01/2018 | | M | | 8,700 | D | \$ 115.05 |
| | | | | | 33,569 ⁽¹⁾ | D | |
| Common Stock, \$1 par value | 06/01/2018 | | M | | 1,954 | D | \$ 124.53 |
| | | | | | 35,523 ⁽¹⁾ | D | |
| Common Stock, \$1 par value | 06/01/2018 | | M | | 1,650 | D | \$ 117.71 |
| | | | | | 37,173 ⁽¹⁾ | D | |
| Common Stock, \$1 | 06/01/2018 | | M | | 8,775 | D | \$ 107.47 |
| | | | | | 45,948 ⁽¹⁾ | D | |

| | | | | | | | |
|-----------------------------|------------|---|--------|---|------------------------|-------------------|---|
| par value | | | | | | | |
| Common Stock, \$1 par value | 06/01/2018 | M | 8,850 | D | \$ 99.39 | 54,798 <u>(1)</u> | D |
| Common Stock, \$1 par value | 06/01/2018 | M | 4,300 | D | \$ 101.9 | 59,098 <u>(1)</u> | D |
| Common Stock, \$1 par value | 06/01/2018 | S | 43,200 | D | \$ 158.5983 <u>(2)</u> | 15,898 <u>(1)</u> | D |

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

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(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) <u>(3)</u> | \$ 115.05 | 06/01/2018 | | M | 8,700 | <u>(4)</u> 05/01/2023 | Common Stock, \$1 par value. | 8,700 |
| Option (Right to Buy) <u>(3)</u> | \$ 124.53 | 06/01/2018 | | M | 1,954 | <u>(5)</u> 04/03/2024 | Common Stock, \$1 par value. | 1,954 |
| Option (Right to Buy) <u>(3)</u> | \$ 117.71 | 06/01/2018 | | M | 1,650 | <u>(6)</u> 07/01/2024 | Common Stock, \$1 par value. | 1,650 |
| Option (Right to Buy) <u>(3)</u> | \$ 107.47 | 06/01/2018 | | M | 8,775 | <u>(7)</u> 04/02/2025 | Common Stock, \$1 par value. | 8,775 |
| Option (Right to Buy) <u>(3)</u> | \$ 99.39 | 06/01/2018 | | M | 8,850 | <u>(8)</u> 04/01/2026 | Common Stock, \$1 par value. | 8,850 |

| | | | | | | | | | |
|-------------------------------|----------|------------|--|---|-------|----------------|------------|--|------------------|
| Buy) ⁽³⁾ | | | | | | | | | par value. |
| Option | | | | | | | | | Common |
| (Right to Buy) ⁽³⁾ | \$ 101.9 | 06/01/2018 | | M | 4,300 | ⁽⁹⁾ | 04/07/2027 | | Stock, \$1 4,300 |
| | | | | | | | | | par value. |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GRIEDER DANIEL C/O TOMMY HILFIGER U.S.A, INC. 601 WEST 26TH STREET NEW YORK, NY 10001 | | | CEO Tommy Hilfiger &PVH Europe | |

Signatures

Daniel Grieder 06/05/2018

^{**}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 15,898 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 \$158.50 to \$158.95, 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.
- (2) All options exercisable for shares of Issuer's Common Stock, \$1 par value.
- (3) 2,175 options became exercisable on each of 5/1/14, 5/1/15, 5/1/16 and 5/1/17.
- (4) This was part of a grant of 8,100 options, 2,025 of which became exercisable on each of 4/3/15, 4/3/16, 4/3/17 and 4/3/18.
- (5) This was part of a grant of 2,200 options, 550 of which became exercisable on each of 7/1/15 and 7/1/16, 7/1/17. The remaining 550 options will become exercisable on 7/1/18.
- (6) This was part of a grant of 11,700 options, 2,925 of which became exercisable on each of 4/2/16 and 4/2/17 and 4/2/18. The remaining 2,925 options will become exercisable on 4/2/19.
- (7) This was part of a grant of 17,700 options, 4,425 of which became exercisable on each of 4/1/17 and 4/1/18. Of the remaining options, 4,425 options will become exercisable on each of 4/1/19 and 4/1/20.
- (8) This was part of a grant of 17,200 options, 4,300 of which became exercisable on 4/7/18. Of the remaining options, 4,300 options will become exercisable on each of 4/7/19, 4/7/20 and 4/7/21.
- (9)

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