V F CORP Form 4 September 29, 2006

Check this box

if no longer

subject to

Section 16.

Form 4 or

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

BOULEVARD

(Print or Type Responses)

1. Name and Address of Reporting Person * OTIS CLARENCE JR

Symbol

V F CORP [VFC]

(First) (Middle) 3. Date of Earliest Transaction

> (Month/Day/Year) 09/27/2006

4. If Amendment, Date Original (Street)

Filed(Month/Day/Year)

3.

2. Issuer Name and Ticker or Trading

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Officer (give title

Issuer

below)

X_ Director

GREENSBORO, NC 27408

105 CORPORATE CENTER

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(A)

or

4. Securities

Code V Amount (D) Price

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

OMB APPROVAL

3235-0287

January 31,

2005

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OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

(Check all applicable)

10% Owner

Other (specify

Estimated average

burden hours per

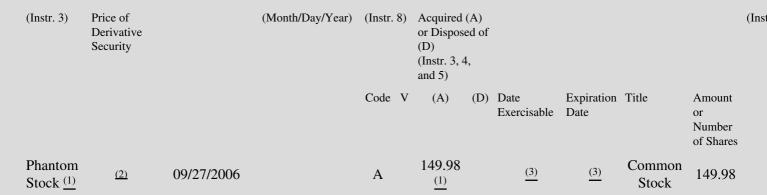
Reported Transaction(s) (Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. Pr Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date Underlying Securities** Deri Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4) Secu Edgar Filing: V F CORP - Form 4



Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

OTIS CLARENCE JR 105 CORPORATE CENTER BOULEVARD X

Signatures

GREENSBORO, NC 27408

Mark R. Townsend for Clarence Otis, Jr. (Pursuant to Signing Authority on File) 09/29/2006

**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).

Represents phantom stock units ("PSUs") accrued under the VF Corporation Directors' Deferred Savings Plan ("Plan"), to be settled 100% in cash upon the reportint person's retirement. PSUs are acquired based on a fund in which a trustee invests contributions in shares of VF Corporation Common Stock in the open market. The number of PSUs owned may vary over time due to reinvestment by the trustee

- (1) of dividends, the holding of a portion of the fund's assets in cash rather than shares, and changes in the proportionate interest in the fund of other participants. The reporting person receives quarterly statements regarding the fund. Accordingly, information regarding the number of PSUs acquired at the reporting date and beneficially owned as a result of that transaction is estimated based on the amount of the reporting person's cash deferrals under the Plan and the closing price of shares on the date of the deferral.
- (2) Column 2 should have an entry which reads "1 for 1".
- (3) There is no date that should appear in these columns. These columns are not applicable to this particular filing.
- (4) See also Footnote #1. Each PSU was acquired at the election of the Director by deferring \$75.01 (estimated) of fees per PSU.

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.

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