

PERRY ELLIS INTERNATIONAL INC  
 Form 4  
 May 02, 2013

**FORM 4**

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

OMB APPROVAL

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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 \*  
 Voith John F.

2. Issuer Name and Ticker or Trading Symbol  
 PERRY ELLIS INTERNATIONAL INC [PERY]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 3000 NW 107TH AVENUE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 04/30/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 President Golf and Sportswear

MIAMI, FL 33172  
 (City) (State) (Zip)

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

**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)
				(A) or (D)	Price		
Common Stock	04/30/2013		A	19,920	A \$ 0	33,317 <sup>(1)</sup>	D

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)**

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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)
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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 18.19							03/19/2013 <sup>(2)</sup>	03/18/2019	Common Stock	9,696
Stock Appreciation Right	\$ 28.38							04/11/2012 <sup>(3)</sup>	04/10/2018	Common Stock	6,261
Stock Appreciation Right	\$ 24.93							04/19/2011	04/18/2017	Common Stock	7,640

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Voith John F. 3000 NW 107TH AVENUE MIAMI, FL 33172			President Golf and Sportswear	

## Signatures

/s/ Cory Shade by Power of Attorney  
 Date: 05/02/2013  
 \*\*Signature of Reporting Person

## 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 (i) 9,960 shares of restricted stock, which vest in three equal annual installments commencing on April 30, 2014; and (ii) (A) 3,524 shares of restricted stock granted in April 2011, (B) 5,498 shares of restricted stock granted in March 2012, and (C) 9,960 shares of restricted stock granted in April 2013, which in all cases vest up to 100%; provided, that, certain performance criteria has been achieved as of the last day of fiscal 2014, fiscal 2015 and fiscal 2016, respectively, and that the Reporting Person is still an employee of the Company on such dates. With respect to the grants set for in (ii)(A) through (C), the Reporting Person may be entitled to additional restricted stock in the event the Company exceeds the performance goals.
  - (2) Of the shares subject to the stock appreciation right, 3,232 shares are fully vested. The remainder of the shares shall vest and become exercisable in two equal installments of 3,232 shares on March 19, 2014 and March 19, 2015.

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- (3) Of the shares subject to the stock appreciation right, 4,174 shares are fully vested. The remaining 2,087 shares shall vest and become exercisable on April 11, 2014.

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.