

Workhorse Group Inc.
Form 4
September 25, 2015

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Burns Stephen S.

(Last) (First) (Middle)

C/O WORKHORSE GROUP,
INC., 100 COMMERCE DRIVE

(Street)

LOVELAND, OH 45140

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Workhorse Group Inc. [WKHS]

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

07/01/2014

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

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)
COMMON STOCK \$0.001 PAR VALUE					500,000	I	Deborah Sue Burns
COMMON STOCK \$0.001 PAR VALUE					7,673,367	D	

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

**Persons who respond to the collection of
information contained in this form are not**

SEC 1474
(9-02)

required to respond unless the form
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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 Am Underlying Sec (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
STOCK OPTIONS	\$ 1.75	08/03/2015		P		500,000		08/03/2015	08/03/2020	COMMON STOCK
STOCK OPTIONS	\$ 0.14	12/19/2014		P		500,000		12/19/2014	12/18/2019	COMMON STOCK
STOCK OPTIONS	\$ 0.01	07/01/2014		P		2,814,397		07/01/2014	06/30/2019	COMMON STOCK
COMMON STOCK PURCHASE WARRANT	\$ 0.15							05/23/2014	05/23/2017	COMMON STOCK
STOCK OPTIONS	\$ 0.29							03/15/2013	05/25/2018	COMMON STOCK
STOCK OPTIONS	\$ 0.6							05/25/2011	05/25/2016	COMMON STOCK
COMMON STOCK PURCHASE WARRANT	\$ 2							05/25/2011	05/24/2016	COMMON STOCK
COMMON STOCK PURCHASE WARRANT	\$ 2							12/08/2010	12/07/2015	COMMON STOCK
STOCK OPTIONS	\$ 0.11	12/04/2012		P		300,000		12/04/2010	12/04/2015	COMMON STOCK
STOCK OPTIONS	\$ 0.72							12/08/2010	12/08/2020	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

Burns Stephen S.
C/O WORKHORSE GROUP, INC. X CEO
100 COMMERCE DRIVE
LOVELAND, OH 45140

Signatures

/s/ Stephen S.
Burns 09/25/2015

__Signature of Date
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).

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.