

Workhorse Group Inc.
Form 3
December 22, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *

Â Hughes Duane
(Last) (First) (Middle)

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

(Street)

LOVELAND,Â OHÂ 45140

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
08/01/2016

3. Issuer Name and Ticker or Trading Symbol
Workhorse Group Inc. [WKHS]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
President/COO

5. 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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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				Shares			or Indirect (I) (Instr. 5)
Stock Options ⁽¹⁾	08/03/2015 ⁽¹⁾	08/03/2020	Common Stock, Par Value \$0.001	20,000	\$ 1.75	D	Â
Stock Options ⁽²⁾	02/03/2016 ⁽²⁾	02/03/2021	Common Stock, Par Value \$0.001	20,000	\$ 4.99	D	Â
Stock Options ⁽³⁾	08/16/2016 ⁽³⁾	08/16/2021	Common Stock, Par Value \$0.001	22,000	\$ 7.21	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hughes Duane C/O WORKHORSE GROUP INC. 100 COMMERCE DRIVE LOVELAND, OH 45140	Â	Â	Â President/COO	Â

Signatures

/s/ Duane
Hughes

12/22/2016

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) 5,000 of the options vested on August 3, 2015 and 5,000 shall vest every six (6) months thereafter.
- (2) 5,000 of the options vested on February 2, 2016 and 5,000 shall vest every six (6) months thereafter.
- (3) 5,500 of the options vested on August 16, 2016 and an additional 5,500 will vest every six months thereafter.

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.