

PERRY ELLIS INTERNATIONAL INC  
 Form 4  
 October 21, 2009

**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 \*  
**FELDENKREIS OSCAR**

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 N.W. 107TH AVENUE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 10/21/2009

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

MIAMI, FL 33172

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

(City) (State) (Zip)

**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	10/21/2009		G	V 2,525 D \$ 0	1,219,379 <sup>(1)</sup>	I	See footnote
Common Stock					421,500 <sup>(2)</sup> <sup>(3)</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)

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
Stock Options	\$ 4.63					03/18/2010 <sup>(4)</sup> 03/17/2019	Common Stock	375,000
Stock Options	\$ 16.593					03/04/2004 03/03/2014	Common Stock	67,500
Stock Options	\$ 9.5					12/05/2002 12/04/2012	Common Stock	225,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FELDENKREIS OSCAR 3000 N.W. 107TH AVENUE MIAMI, FL 33172	X	X	President and COO	

## Signatures

/s/ Oscar

Feldenkreis

10/21/2009

\*\*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) Owned by a limited partnership of which the Reporting Person is the sole shareholder of the general partner and the sole limited partner.
- (2) Includes 375,000 restricted shares of the Company's common stock, which generally vest 100% on Mr. Feldenkreis' 60th birthday, provided that he is still an employee of the Company on such date, and the Company has met certain performance criteria.
- (3) 46,500 of these shares are owned jointly by Reporting Person and his spouse.
- (4) The shares subject to the option shall vest and become exercisable as follows: 125,000 shares on March 18, 2010; 125,000 shares on March 18, 2011; and 125,000 shares on March 18, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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