

WEYCO GROUP INC

Form 4

March 28, 2014

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
FLORSHEIM JOHN W

(Last) (First) (Middle)

**333 W. ESTABROOK
BOULEVARD**

(Street)

GLENDAL, WI US 53212

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
WEYCO GROUP INC [WEYS]

3. Date of Earliest Transaction
(Month/Day/Year)
03/28/2014

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)

President and COO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/28/2014		J	Amount 200,000	(A) or (D) D \$ 0 (6)	149,916	D
Common Stock	03/28/2014		J	Amount 200,000	(A) or (D) A \$ 0 (7)	200,000	I As Trustee of 2014 GRAT
Common Stock						62,497	I By Wife
Common Stock						223,596	I As trustee for Children
						58,733	I

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Common
Stock

As Trustee
of 2012
GRAT for
Self

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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Stock Option	\$ 18.03					12/26/2005	04/26/2015	Common Stock		19,958
Stock Option	\$ 23.09					12/01/2010 ⁽¹⁾	12/01/2014	Common Stock		30,000
Stock Option	\$ 24.49					12/01/2011 ⁽²⁾	12/01/2015	Common Stock		30,000
Stock Option	\$ 24.21					12/01/2012 ⁽³⁾	12/01/2017	Common Stock		32,500
Stock Option	\$ 23.53					12/01/2013 ⁽⁴⁾	12/01/2018	Common Stock		32,500
Stock Option	\$ 28.5					12/02/2014 ⁽⁵⁾	12/02/2019	Common Stock		40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FLORSHEIM JOHN W	X		President and COO	

333 W. ESTABROOK BOULEVARD
GLENDALE, WI US 53212

Signatures

/s/ John
Florsheim

03/28/2014

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) 25% per year for 4 years beginning 12/01/2010
- (2) 25% per year for 4 years beginning 12/01/2011
- (3) 25% per year for 4 years beginning 12/01/2012
- (4) 25% per year for 4 years beginning 12/01/2013
- (5) 25% per year for 4 years beginning 12/02/2014
- (6) Transferred to 2014 GRAT
- (7) Received as Trustee of 2014 GRAT

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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