WEYCO GROUP INC
Form 4
March 26, 2015

FORM 4

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

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 Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
FLORSHEIM THOMAS W JR

(Last) (First) (Middle)

333 W. ESTABROOK BOULEVARD

(Street)

GLENDALE, 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)
03/25/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/25/2015		J(1)		25,000	D	$ 0	198,660	I	As Trustee of Father's 2014 GRAT A
Common Stock	03/25/2015		J(1)		15,425	D	$ 0	218,588	I	As Trustee of Father's 2014 GRAT B
Common Stock	03/25/2015		J(1)		15,425	D	$ 0	218,588	I	As Trustee for Mother's 2014

									GRAT A
Common Stock	03/25/2015		J[(1)]	10,597	D	$ 0	228,420	I	As Trustee for Mother's 2014 GRAT B
Common Stock							350,162	I	As Trustee of Father's 2012 GRAT
Common Stock							550,679	I	As Trustee of Mother's 2012 GRAT
Common Stock							12,440	I	As Trustee of John Florsheim Family Trust
Common Stock							41,184	I	By Wife
Common Stock							218,772	I	As Trustee for Children
Common Stock							543,672	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. De Se (In
				Code	V	(A)	(D)	Date Exercisable	Title	

			Expiration Date		Amount or Number of Shares
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
Stock Option	$ 27.04	08/26/2015(6)	08/26/2020	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FLORSHEIM THOMAS W JR 333 W. ESTABROOK BOULEVARD GLENDALE, WI US 53212	X		Chairman and CEO	

Signatures

/s/ Thomas W. Florsheim, Jr.	03/26/2015
**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) Shares transferred to Thomas W. Florsheim's (Father) Revocable Trust according to terms of GRAT of which reporting person is Trustee

(2) 25% per year for 4 years beginning 12/1/2011

(3) 25% per year for 4 years beginning 12/1/2012

(4) 25% per year for 4 years beginning 12/1/2013

(5) 25% per year for 4 years beginning 12/2/2014

(6) 25% per year for 4 years beginning 8/26/2015

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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