

FLORSHEIM THOMAS W
Form 4
October 02, 2017

FORM 4

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

OMB APPROVAL

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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 *
FLORSHEIM THOMAS W

(Last) (First) (Middle)

333 W. ESTABROOK BOULEVARD

(Street)

GLENDALE, WI 53212

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
09/29/2017

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)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 09/29/2017 | | J ⁽¹⁾ | 24,763 D \$ 0 0 | | I ⁽²⁾ | 2014 GRAT B for Self of which Son is Trustee |
| Common Stock | 09/29/2017 | | J ⁽¹⁾ | 24,763 D \$ 0 0 | | I ⁽²⁾ | 2014 GRAT A for Wife of which Son is Trustee |
| Common Stock | | | | | 101,431 | I ⁽²⁾ | 2014 GRAT B for Wife |

| | | | | | | |
|--------------|--|--|--|---------|------------------|---|
| Common Stock | | | | 73,885 | I ⁽²⁾ | of which Son is Trustee 2015 GRAT for Self of which Son is Trustee |
| Common Stock | | | | 73,885 | I ⁽²⁾ | 2015 GRAT for Wife of which Son is Trustee |
| Common Stock | | | | 209,355 | I ⁽²⁾ | 2016 GRAT for Self of which Son is Trustee |
| Common Stock | | | | 209,355 | I ⁽²⁾ | 2016 GRAT for Wife of which Son is Trustee |
| Common Stock | | | | 203,350 | I ⁽²⁾ | 2017 GRAT for Self of which Son is Trustee |
| Common Stock | | | | 203,350 | I ⁽²⁾ | 2017 GRAT for Wife of which Son is Trustee |
| Common Stock | | | | 733,880 | I | Held in Revocable Trust |
| Common Stock | | | | 77,688 | I | By Wife |
| Common Stock | | | | 2,750 | D | |

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

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(9-02)

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities | 8. De |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-----------|---|--|-------|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-----------|---|--|-------|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | Sec (In | |
|---------------------|--|----------------------|-----------------|---|---------------------------|------------------|--------------|----------------------------|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option | \$ 24.21 | | | | 12/01/2012 ⁽³⁾ | 12/01/2017 | Common Stock | 1,500 |
| Stock Option | \$ 23.53 | | | | 12/01/2013 ⁽⁴⁾ | 12/01/2018 | Common Stock | 1,500 |
| Stock Option | \$ 28.5 | | | | 12/02/2014 ⁽⁵⁾ | 12/02/2019 | Common Stock | 2,000 |
| Stock Option | \$ 27.04 | | | | 08/26/2015 ⁽⁶⁾ | 08/26/2020 | Common Stock | 4,000 |
| Stock Option | \$ 25.64 | | | | 08/25/2016 ⁽⁷⁾ | 08/25/2021 | Common Stock | 3,500 |
| Stock Option | \$ 25.51 | | | | 08/25/2017 ⁽⁸⁾ | 08/25/2022 | Common Stock | 3,500 |
| Stock Option | \$ 27.94 | | | | 08/25/2018 ⁽⁹⁾ | 08/25/2027 | Common Stock | 3,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FLORSHEIM THOMAS W 333 W. ESTABROOK BOULEVARD GLENDALE, WI 53212 | | X | | |

Signatures

/s/ Thomas W.
Florsheim, Sr. 10/02/2017

**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) Distribution from GRAT upon expiration of which Son was Trustee

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- (2) For informational purposes only
- (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) 25% per year for 4 years beginning 08/26/2015
- (7) 25% per year for 4 years beginning 08/25/2016
- (8) 25% per year for 4 years beginning 08/25/2017
- (9) 20% per year for 5 years beginning 08/25/2018

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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