

FLORSHEIM THOMAS W JR
Form 4
January 31, 2018

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 *
FLORSHEIM THOMAS W JR

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
333 W. ESTABROOK BOULEVARD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/30/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

GLENDALE, WI 53212

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)		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 Ownership (Instr. 4)
				(A) or (D)	Amount or Price			
Common Stock	01/30/2018		G	V	928	A \$ 0	639,534	D
Common Stock	01/30/2018		G		928	A \$ 0	44,094	I By Wife
Common Stock	01/30/2018		G		2,784	A \$ 0	228,534	I As Trustee for Children
Common Stock							83,461	I As Trustee of Mother's 2014 GRAT B
							167,073	I

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Common Stock						As Trustee of Father's 2016 GRAT
Common Stock		167,073	I			As Trustee of Mother's 2016 GRAT
Common Stock		179,790	I			As Trustee of Father's 2017 GRAT
Common Stock		179,790	I			As Trustee of Mother's 2017 GRAT
Common Stock		14,443	I			As Trustee of John Florsheim Family Trust

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 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 Option	\$ 23.53					12/01/2013 ⁽¹⁾ 12/01/2018	Common Stock	32,500
	\$ 28.5					12/02/2014 ⁽²⁾ 12/02/2019		40,000

Stock Option				Common Stock	
Stock Option	\$ 27.04	08/26/2015 ⁽³⁾	08/26/2020	Common Stock	40,000
Stock Option	\$ 25.64	08/25/2016 ⁽⁴⁾	08/25/2021	Common Stock	32,000
Stock Option	\$ 25.51	08/25/2017 ⁽⁵⁾	08/25/2022	Common Stock	32,000
Stock Option	\$ 27.94	08/25/2018 ⁽⁶⁾	08/25/2027	Common Stock	15,000

Reporting Owners

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

Signatures

/s/ Thomas W.
Florsheim, Jr. 01/31/2018

__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 12/01/2013
- (2) 25% per year for 4 years beginning 12/02/2014
- (3) 25% per year for 4 years beginning 08/26/2015
- (4) 25% per year for 4 years beginning 08/25/2016
- (5) 25% per year for 4 years beginning 08/25/2017
- (6) 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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