

WEYCO GROUP INC  
Form 4  
August 27, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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).

**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 JOHN W**

(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)  
08/26/2014

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |  |
| Common Stock                    |                                      |  |                                |   | 196,209   | D  |  |
| Common Stock                    |                                      |  |                                |   | 62,497  | I  | By Wife                                    |
| Common Stock                    |                                      |  |                                |   | 223,596   | I  | As Trustee for Children                    |
| Common Stock                    |                                      |  |                                |   | 200,000   | I  | As Trustee of 2014 GRAT                    |
| Common Stock                    |                                      |  |                                |   | 12,440 <sup>(1)</sup>   | 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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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Stock Option                               | \$ 27.04   | 08/26/2014                           |  | A                              | 40,000  | 08/26/2015 <sup>(7)</sup> 08/26/2020                     | Common Stock 40,000   |
| Stock Option                               | \$ 18.03   |                                      |  |                                |   | 12/26/2005 04/26/2015                                    | Common Stock 19,950   |
| Stock Option                               | \$ 23.09   |                                      |  |                                |   | 12/01/2010 <sup>(2)</sup> 12/01/2014                     | Common Stock 30,000   |
| Stock Option                               | \$ 24.49   |                                      |  |                                |   | 12/01/2011 <sup>(3)</sup> 12/01/2015                     | Common Stock 30,000   |
| Stock Option                               | \$ 24.21   |                                      |  |                                |   | 12/01/2012 <sup>(4)</sup> 12/01/2017                     | Common Stock 32,500   |
| Stock Option                               | \$ 23.53   |                                      |  |                                |   | 12/01/2013 <sup>(5)</sup> 12/01/2008                     | Common Stock 32,500   |
| Stock Option                               | \$ 28.5  |                                      |  |                                |   | 12/02/2014 <sup>(6)</sup> 12/02/2019                     | Common Stock 40,000   |

## Reporting Owners

| Reporting Owner Name / Address                 | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| FLORSHEIM JOHN W<br>333 W. ESTABROOK BOULEVARD | X             |           | President and COO |       |

GLENDALE, WI US 53212

## Signatures

/s/John W.  
Florsheim

08/27/2014

\_\_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) For Informational Purposes
- (2) 25% per year for 4 years beginning 12/01/2010
- (3) 25% per year for 4 years beginning 12/01/2011
- (4) 25% per year for 4 years beginning 12/01/2012
- (5) 25% per year for 4 years beginning 12/01/2013
- (6) 25% per year for 4 years beginning 12/02/2014
- (7) 25% per year for 4 years beginning 08/26/2015

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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