

WEYCO GROUP INC  
Form 4  
May 29, 2014

**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 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)  
**05/27/2014**

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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	05/27/2014		J <sup>(1)</sup>		12,440	D	\$ 0 0	I	As Trustee of 2012 GRAT for Self
Common Stock	05/27/2014		J <sup>(2)(3)</sup>		12,440	A	\$ 0 12,440	I	As Trustee of John Florsheim Family Trust
Common Stock								D	196,209

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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

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 18.03					12/26/2005 04/26/2015	Common Stock	19,958	
Stock Option	\$ 23.09					12/01/2010 <sup>(4)</sup> 12/01/2014	Common Stock	30,000	
Stock Option	\$ 24.49					12/01/2011 <sup>(5)</sup> 12/01/2015	Common Stock	30,000	
Stock Option	\$ 24.21					12/01/2012 <sup>(6)</sup> 12/01/2017	Common Stock	32,500	
Stock Option	\$ 23.53					12/01/2013 <sup>(7)</sup> 12/01/2018	Common Stock	32,500	
Stock Option	\$ 28.5					12/02/2014 <sup>(8)</sup> 12/02/2019	Common Stock	40,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FLORSHEIM JOHN W 333 W. ESTABROOK BOULEVARD GLENDALE, WI US 53212	X		President and COO	

## Signatures

/s/ John W.  
Florsheim

05/29/2014

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) Expiration of 2012 GRAT
- (2) Transferred from 2012 GRAT which expired
- (3) For informational purposes only
- (4) 25% per year for 4 years beginning 12/01/2010
- (5) 25% per year for 4 years beginning 12/01/2011
- (6) 25% per year for 4 years beginning 12/01/2012
- (7) 25% per year for 4 years beginning 12/01/2013
- (8) 25% per year for 4 years beginning 12/02/2014

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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