#### **WEYCO GROUP INC**

Form 4

December 29, 2014

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** 3235-0287

**OMB APPROVAL** 

Number:

January 31,

Expires:

2005

response...

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Check this box if no longer subject to Section 16. Form 4 or Form 5

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

See Instruction 1(b).

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

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

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

WEYCO GROUP INC [WEYS]

(Check all applicable)

333 W. ESTABROOK

**BOULEVARD** 

(Last)

3. Date of Earliest Transaction

(Month/Day/Year) 12/23/2014

\_X\_ Director 10% Owner \_X\_\_ Officer (give title \_ Other (specify

below) Chairman and CEO

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) Form filed by One Reporting Person

Filed(Month/Day/Year)

X\_ Form filed by More than One Reporting

Person

GLENDALE, WI US 53212

(City)	(State) (	(Zip) Tabl	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	ally 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. Securition(A) or Dis(D) (Instr. 3, 4)	sposed	of	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)
Common Stock	12/23/2014		J <u>(1)</u>	26,340	D	\$ 0	223,660	I	As Trustee of Father's 2014 GRAT A
Common Stock	12/23/2014		<u>J(1)</u>	15,987	D	\$ 0	234,013	I	As Trustee of Father's 2014 GRAT B
Common Stock	12/23/2014		J <u>(1)</u>	15,987	D	\$ 0	234,013	I	As Trustee of Mother's 2014 GRAT A

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Common Stock	12/23/20	014	J <u>(1)</u>	10,983	D	\$ 0	239,017	I	As Trust of Mothe 2014 GRAT B	er's	
Common Stock							538,099	D			
Common Stock							432,401	I	As Trust of Father 2012 GRAT		
Common Stock							606,845	I	As Trust of Mothe 2012 GRAT		
Common Stock							40,134	I	By Wife		
Common Stock							213,936	I	As Trust for Children		
Common Stock							12,440	I	As Trust for John Florshein Family Trust		
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.  SEC 1474  (9-02)											
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
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. Transactic Code (Instr. 8)	of	er E  (tive ties red sed	6. Date Exercisable Expiration Date Month/Day/Year)	and	7. Title and A Underlying S (Instr. 3 and	Securities	8 E S (
				Code V	(A) (			Expiration Date	Title	Amount or Number of Shares	

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Stock Option	\$ 18.03	12/26/2005	04/26/2015	Common Stock	19,958
Stock Option	\$ 24.49	12/01/2011 <u>(2)</u>	12/01/2015	Common Stock	30,000
Stock Option	\$ 24.21	12/01/2012 <u>(3)</u>	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 <u>(5)</u>	12/02/2019	Common Stock	40,000
Stock Option	\$ 27.04	08/26/2015 <u>(6)</u>	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				
FLORSHEIM THOMAS W 333 W. ESTABROOK BOULEVARD GLENDALE, WI US 53212	X		Chairman and CEO				

# **Signatures**

/s/ Thomas W. 12/29/2014 Florsheim, Jr.

\*\*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 12/01/2011
- (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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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