

FLORSHEIM THOMAS W JR
 Form 4
 December 03, 2012

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 JR

(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)
 11/30/2012

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)
 Chairman and CEO

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)
Common Stock				(A) or (D)	515,191	D	
Common Stock				(A) or (D)	37,952	I	By Wife
Common Stock				(A) or (D)	203,025	I	As Trustee of Children
Common Stock				(A) or (D)	215,569	I	As Trustee of Father's 2009 GRAT
				(A) or (D)	215,569	I	

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Common Stock						As Trustee of Mother's 2009 GRAT
Common Stock		930,000	I			As Trustee of Father's 2012 GRAT
Common Stock		930,000	I			As Trustee of Mother's 2012 GRAT

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 Security (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
Stock Option	\$ 23.53	12/01/2012		A	32,500	12/01/2013 ⁽⁶⁾	12/01/2018	Common Stock	32
Stock Option	\$ 27.38	11/30/2012		H	9,680	11/30/2008 ⁽¹⁾	11/30/2012	Common Stock	9,
Stock Option	\$ 30.12	11/30/2012		H	3,320	11/30/2008 ⁽¹⁾	11/30/2012	Common Stock	3,
Stock Option	\$ 16.79					11/19/2003	05/19/2013	Common Stock	32
Stock Option	\$ 18.03					12/26/2005	04/26/2015	Common Stock	19
Stock Option	\$ 30.67					12/01/2009 ⁽²⁾	12/01/2013	Common Stock	13
Stock Option	\$ 23.09					12/01/2010 ⁽³⁾	12/01/2014	Common Stock	30

Stock Option	\$ 24.49	12/01/2011 ⁽⁴⁾	12/01/2015	Common Stock	30
Stock Option	\$ 24.21	12/01/2012 ⁽⁵⁾	12/01/2017	Common Stock	32

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	X	Chairman and CEO	

Signatures

/s/ Thomas W.
Florsheim, Jr. 12/03/2012

**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 11/30/2008
- (2) 25% per year for 4 years beginning 12/01/2009
- (3) 25% per year for 4 years beginning 12/01/2010
- (4) 25% per year for 4 years beginning 12/01/2011
- (5) 25% per year for 4 years beginning 12/01/2012
- (6) 25% per year for 4 years beginning 12/01/2013

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.