

FLORSHEIM THOMAS W  
Form 4  
September 27, 2017

**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 THOMAS W

(Last) (First) (Middle)

333 W. ESTABROOK BOULEVARD

(Street)

GLENDALE, WI 53212

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
09/26/2017

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)

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)			
Common Stock	09/26/2017		J <sup>(1)(2)</sup>		59,710	A	\$ 0 733,880	I	Held in Revocable Trust
Common Stock	09/26/2017		J <sup>(1)</sup>		22,355	D	\$ 0 24,763	I <sup>(3)</sup>	2014 GRAT B for Self of which Son is Trustee
Common Stock	09/26/2017		J <sup>(2)</sup>		22,355	D	\$ 0 24,763	I <sup>(3)</sup>	2014 GRAT A for Wife of which Son

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Common Stock	09/26/2017	J <sup>(2)</sup>	15,000	D	\$ 0	101,431	I <sup>(3)</sup>	is Trustee 2014 GRAT B for Wife of which Son is Trustee
Common Stock						73,885	I <sup>(3)</sup>	2015 GRAT for Self of which Son is Trustee
Common Stock						73,885	I <sup>(3)</sup>	2015 GRAT for Wife of which Son is Trustee
Common Stock						209,355	I <sup>(3)</sup>	2016 GRAT for Self of which Son is Trustee
Common Stock						209,355	I <sup>(3)</sup>	2016 GRAT for Wife of which Son is Trustee
Common Stock						203,350	I <sup>(3)</sup>	2017 GRAT for Self of which Son is Trustee
Common Stock						203,350	I <sup>(3)</sup>	2017 GRAT for Wife of which Son is Trustee
Common Stock						77,688	I	By Wife
Common Stock						2,750	D	

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

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SEC 1474  
(9-02)

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**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	\$ 24.21					12/01/2012 <sup>(4)</sup> 12/01/2017	Common Stock	1,500
Stock Option	\$ 23.53					12/01/2013 <sup>(5)</sup> 12/01/2018	Common Stock	1,500
Stock Option	\$ 28.5					12/02/2014 <sup>(6)</sup> 12/02/2019	Common Stock	2,000
Stock Option	\$ 27.04					08/26/2015 <sup>(7)</sup> 08/26/2020	Common Stock	4,000
Stock Option	\$ 25.64					08/25/2016 <sup>(8)</sup> 08/25/2021	Common Stock	3,500
Stock Option	\$ 25.51					08/25/2017 <sup>(9)</sup> 08/25/2022	Common Stock	3,500
Stock Option	\$ 27.94					08/25/2018 <sup>(10)</sup> 08/25/2027	Common Stock	3,500

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

FLORSHEIM THOMAS W  
333 W. ESTABROOK BOULEVARD X  
GLENDALE, WI 53212

## Signatures

/s/ Thomas W.  
Florsheim, Sr. 09/27/2017

          \*\*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 according to terms of GRAT for Self of which Thomas W. Florsheim, Jr. (Son) is Trustee
- (2) Shares transferred according to terms of GRAT for Wife of which Thomas W. Florsheim, Jr. (Son) is Trustee
- (3) For informational purposes only
- (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
- (8) 25% per year for 4 years beginning 08/25/2016
- (9) 25% per year for 4 years beginning 08/25/2017
- (10) 20% per year for 5 years beginning 08/25/2018

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