

WEYCO GROUP INC
Form 4
March 11, 2015

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)
03/10/2015

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	03/10/2015		M		19,958	A	\$ 18.03
Common Stock	03/10/2015		S		15,435	D	\$ 28.25
Common Stock							63,547
Common Stock							231,528
Common Stock							200,000
							I By Wife
							I As Trustee for Children
							I As Trustee of 2014

Common Stock	12,440	I <u>(1)</u>	GRAT John Florsheim Family Trust of which Brother is Trustee
-----------------	--------	--------------	---------------------------------------------------------------------------------------

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)

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 Share
Stock Option	\$ 18.03	03/10/2015		M	19,958	12/26/2005	04/26/2015	Common Stock	19,958
Stock Option	\$ 24.49					12/01/2011 ⁽²⁾	12/01/2015	Common Stock	30,000
Stock Option	\$ 24.21					12/01/2012 ⁽³⁾	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 ⁽⁵⁾	12/02/2019	Common Stock	40,000
Stock Option	\$ 27.04					08/26/2015 ⁽⁶⁾	08/26/2020	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

FLORSHEIM JOHN W
333 W. ESTABROOK BOULEVARD X President and COO
GLENDALE, WI US 53212

Signatures

/s/ John W.
Florsheim 03/11/2015

**Signature of Date
Reporting Person

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 only.
- (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.