

FLORSHEIM JOHN W
 Form 4
 March 14, 2018

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 JOHN 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)
 03/13/2018

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 & 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 Ownership (Instr. 4)			
			Code	V	Amount	(D)	Price			
Common Stock	03/13/2018		J		11,025	D	\$ 0	88,975	I	As Trustee of 2017 GRAT
Common Stock	03/13/2018		J		11,025	A	\$ 0	269,073	D	
Common Stock								66,457	I	By Wife
Common Stock								250,206	I	As Trustee for Children
								140,490	I	

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Common Stock						As Trustee of 2016 GRAT
Common Stock				14,443	I ⁽¹⁾	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.

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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	\$ 23.53					12/01/2013 ⁽²⁾	12/01/2018	Common Stock	32,500
Stock Option	\$ 28.5					12/02/2014 ⁽³⁾	12/02/2019	Common Stock	40,000
Stock Option	\$ 27.04					08/26/2015 ⁽⁴⁾	08/26/2020	Common Stock	40,000
Stock Option	\$ 25.64					08/25/2016 ⁽⁵⁾	08/25/2021	Common Stock	32,000
Stock Option	\$ 25.51					08/25/2017 ⁽⁶⁾	08/25/2022	Common Stock	32,000
Stock Option	\$ 27.94					08/25/2018 ⁽⁷⁾	08/25/2027	Common Stock	15,000

Reporting Owners

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

Signatures

/s/John W.
Florsheim

03/14/2018

**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) For informational purposes only
- (2) 25% per year for 4 years beginning 12/01/2013
- (3) 25% per year for 4 years beginning 12/02/2014
- (4) 25% per year for 4 years beginning 08/26/2015
- (5) 25% per year for 4 years beginning 08/25/2016
- (6) 25% per year for 4 years beginning 08/25/2017
- (7) 20% per year for 5 years beginning 08/25/2018

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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