

WEYCO GROUP INC  
Form 4  
July 24, 2009

**FORM 4**

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

OMB APPROVAL

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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)  
**07/23/2009**

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/23/2009		J <sup>(1)</sup>		12,720	A	\$ 0	293,501	D	
Common Stock	07/23/2009		J <sup>(1)</sup>		11,354	A	\$ 0	46,135	I	By Wife
Common Stock	07/23/2009		J <sup>(1)</sup>		12,720	D	\$ 0	12,332	I	As Trustee of GRAT for Self
Common Stock	07/23/2009		J <sup>(1)</sup>		11,354	D	\$ 0	11,009	I	By Wife as Trustee of her GRAT
								83,753	I	

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Common  
Stock

By Self as  
Trustee of  
Children

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	\$ 19.83					12/26/2005 04/26/2010	Common Stock	5,042	
Stock Option	\$ 18.03					12/26/2005 04/26/2015	Common Stock	19,958	
Stock Option	\$ 16.79					11/19/2003 05/19/2013	Common Stock	32,088	
Stock Option	\$ 12.04					01/22/2003 07/22/2012	Common Stock	29,948	
Stock Option	\$ 7.84					03/07/2002 09/07/2011	Common Stock	25,896	
Stock Option	\$ 8.5					05/05/2001 11/02/2010	Common Stock	19,306	
Stock Option	\$ 27.38					11/30/2008 <sup>(2)</sup> 11/30/2012	Common Stock	9,680	
Stock Option	\$ 30.12					11/30/2008 <sup>(2)</sup> 11/30/2012	Common Stock	3,320	
Stock Option	\$ 30.67					12/01/2009 <sup>(3)</sup> 12/01/2013	Common Stock	13,000	

## Reporting Owners

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

## Signatures

/s/ John  
Florsheim

07/24/2009

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) Transferred from GRAT to self
- (2) 25% per year for 4 years beginning 11/30/2008
- (3) 25% per year for 4 years beginning 12/01/2009

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.