

FLORSHEIM THOMAS W JR
 Form 4
 August 10, 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 THOMAS W JR

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 333 W. ESTABROOK BOULEVARD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/09/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman & CEO

GLENDALE, WI 53212

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	08/09/2018		J	33,570 D \$ 0	60,638	I	As Trustee of Father's 2016 GRAT
Common Stock	08/09/2018		J	33,570 D \$ 0	60,638	I	As Trustee of Mother's 2016 GRAT
Common Stock					53,061	I	As Trustee of Mother's 2014 GRAT B
					139,690	I	

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Common Stock						As Trustee of Father's 2017 GRAT
Common Stock			139,690	I		As Trustee of Mother's 2017 GRAT
Common Stock			14,443	I		As Trustee of John Florsheim Family Trust
Common Stock			228,534	I		As Trustee for Children
Common Stock			44,094	I		By Wife
Common Stock			86,896	I		Held in 2018 Irrevocable Trust
Common Stock			645,983	D		

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

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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	\$ 28.5					Date Exercisable: 12/02/2014 ⁽¹⁾ Expiration Date: 12/02/2019	Common Stock	40,000
Stock Option	\$ 27.04					Date Exercisable: 08/26/2015 ⁽²⁾ Expiration Date: 08/26/2020	Common Stock	40,000

Stock Option	\$ 25.64	08/25/2016 ⁽³⁾	08/25/2021	Common Stock	32,000
Stock Option	\$ 25.51	08/25/2017 ⁽⁴⁾	08/25/2022	Common Stock	32,000
Stock Option	\$ 27.94	08/25/2018 ⁽⁵⁾	08/25/2027	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FLORSHEIM THOMAS W JR 333 W. ESTABROOK BOULEVARD GLENDALE, WI 53212	X		Chairman & CEO	

Signatures

/s/ Thomas W.
Florsheim, Jr. 08/10/2018

__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) 25% per year for 4 years beginning 12/02/2014
- (2) 25% per year for 4 years beginning 08/26/2015
- (3) 25% per year for 4 years beginning 08/25/2016
- (4) 25% per year for 4 years beginning 08/25/2017
- (5) 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. 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.