

WEYCO GROUP INC

Form 4

December 16, 2015

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FLORSHEIM JOHN W

(Last) (First) (Middle)

333 W. ESTABROOK  
BOULEVARD

(Street)

GLENDAL, 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)  
12/15/2015

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 &amp; 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 12/15/2015                              |                                                             | G                                       | 1,825 D \$ 0                                                               | 131,624                                                                                                            | D                                                                    |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 114,118                                                                                                            | I                                                                    | As Trustee<br>of 2014<br>GRAT                                     |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 200,000                                                                                                            | I                                                                    | As Trustee<br>of 2015<br>GRAT                                     |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 63,547                                                                                                             | I                                                                    | By Wife                                                           |
|                                       |                                         |                                                             |                                         |                                                                            | 231,528                                                                                                            | I                                                                    |                                                                   |

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|                 |        |                  |  |  |  |                                                                           |
|-----------------|--------|------------------|--|--|--|---------------------------------------------------------------------------|
| Common<br>Stock |        |                  |  |  |  | As Trustee<br>for Children                                                |
| Common<br>Stock | 12,440 | I <sup>(1)</sup> |  |  |  | John<br>Florsheim<br>Family<br>Trust of<br>which<br>Brother is<br>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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |  | 8. Amount<br>or<br>Number<br>of Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|--|----------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date Exercisable                                               | Expiration<br>Date | Title                                                               |  |                                        |
| Stock<br>Option                                     | \$ 24.21                                                           |                                         |                                                             |                                      |                                                                                                                    | 12/01/2012 <sup>(2)</sup>                                      | 12/01/2017         | Common<br>Stock                                                     |  | 32,500                                 |
| Stock<br>Option                                     | \$ 23.53                                                           |                                         |                                                             |                                      |                                                                                                                    | 12/01/2013 <sup>(3)</sup>                                      | 12/01/2018         | Common<br>Stock                                                     |  | 32,500                                 |
| Stock<br>Option                                     | \$ 28.5                                                            |                                         |                                                             |                                      |                                                                                                                    | 12/02/2014 <sup>(4)</sup>                                      | 12/02/2019         | Common<br>Stock                                                     |  | 40,000                                 |
| Stock<br>Option                                     | \$ 27.04                                                           |                                         |                                                             |                                      |                                                                                                                    | 08/26/2015 <sup>(5)</sup>                                      | 08/26/2020         | Common<br>Stock                                                     |  | 40,000                                 |
| Stock<br>Option                                     | \$ 25.64                                                           |                                         |                                                             |                                      |                                                                                                                    | 08/25/2016 <sup>(6)</sup>                                      | 08/25/2021         | Common<br>Stock                                                     |  | 32,000                                 |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director    10% Owner    Officer    Other

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

## Signatures

/s/John W.  
Florsheim    12/16/2015

\_\_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 12/01/2012
- (3) 25% per year for 4 years beginning 12/01/2013
- (4) 25% per year for 4 years beginning 12/02/2014
- (5) 25% per year for 4 years beginning 08/26/2015
- (6) 25% per year for 4 years beginning 08/25/2016

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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