

WEYCO GROUP INC

Form 4

March 14, 2017

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FLORSHEIM THOMAS 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)
03/13/2017

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)

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)
Common Stock	03/13/2017		J(1)(2)	500,000 D \$ 0	6,930	I	Held in Revocable Trust
Common Stock	03/13/2017		J(1)	250,000 A \$ 0	250,000	I (3)	2017 GRAT for Self of which Son is Trustee
Common Stock	03/13/2017		J(2)	250,000 A \$ 0	250,000	I (3)	2017 GRAT for Wife of which Son

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Common Stock	93,493	I <u>(3)</u>	is Trustee 2014 GRAT B for Self of which Son is Trustee
Common Stock	93,493	I <u>(3)</u>	2014 GRAT A for Wife of which Son is Trustee
Common Stock	147,031	I <u>(3)</u>	2014 GRAT B for Wife of which Son is Trustee
Common Stock	228,760	I <u>(3)</u>	2015 GRAT for Self of which Son is Trustee
Common Stock	228,760	I <u>(3)</u>	2015 GRAT for Wife of which Son is Trustee
Common Stock	279,400	I <u>(3)</u>	2016 GRAT for Self of which Son is Trustee
Common Stock	279,400	I <u>(3)</u>	2016 GRAT for Wife of which Son is Trustee
Common Stock	77,688	I	By Wife
Common Stock	2,500	D	

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

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(9-02)

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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	\$ 24.21					12/01/2012 ⁽⁴⁾ 12/01/2017	Common Stock	1,500
Stock Option	\$ 23.53					12/01/2013 ⁽⁵⁾ 12/01/2018	Common Stock	1,500
Stock Option	\$ 28.5					12/02/2014 ⁽⁶⁾ 12/02/2019	Common Stock	2,000
Stock Option	\$ 27.04					08/26/2015 ⁽⁷⁾ 08/26/2020	Common Stock	4,000
Stock Option	\$ 25.64					08/25/2016 ⁽⁸⁾ 08/25/2021	Common Stock	3,500
Stock Option	\$ 25.51					08/25/2017 ⁽⁹⁾ 08/25/2022	Common Stock	3,500

Reporting Owners

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

Signatures

/s/Thomas W.
Florsheim, Sr. 03/14/2017

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) Shares transferred according to terms of GRAT for Self of which Thomas W. Florsheim, Jr. (Son) is Trustee
- (2) Shares transferred according to terms of GRAT for Wife of which Thomas W. Florsheim, Jr. (Son) is Trustee
- (3) For informational purposes only
- (4) 25% per year for 4 years beginning 12/01/2012
- (5) 25% per year for 4 years beginning 12/01/2013
- (6) 25% per year for 4 years beginning 12/02/2014
- (7) 25% per year for 4 years beginning 08/26/2015
- (8) 25% per year for 4 years beginning 08/25/2016
- (9) 25% per year for 4 years beginning 08/25/2017

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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