WEYCO GROUP INC
Form 4
March 20, 2017

FORM 4

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

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

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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
FLORSHEIM THOMAS 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)
03/17/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/17/2017		J(1)(2)		106,100	A	$ 0	113,030	I	Held in Revocable Trust
Common Stock	03/17/2017		J(1)		53,050	D	$ 0	175,710	I (3)	2015 GRAT for Self of which Son is Trustee
Common Stock	03/17/2017		J(2)		53,050	D	$ 0	175,710	I (3)	2015 GRAT for Wife of which Son

			is Trustee
Common Stock	93,493	I (3)	2014 GRAT B for Self of which Son is Trustee
Common Stock	93,493	I (3)	2014 GRAT A for Wife of which Son is Trustee
Common Stock	147,031	I (3)	2014 GRAT B for Wife of which Son is Trustee
Common Stock	279,400	I (3)	2016 GRAT for Self of which Son is Trustee
Common Stock	279,400	I (3)	2016 GRAT for Wife of which Son is Trustee
Common Stock	250,000	I (3)	2017 GRAT for Self of which Son is Trustee
Common Stock	250,000	I (3)	2017 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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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. De Sec (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	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.	03/20/2017
**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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