

FLORSHEIM THOMAS W JR
Form 4
October 11, 2012

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 THOMAS W JR

(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)
10/10/2012

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)
Chairman and CEO

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/10/2012		J		930,000	A	\$ 0
					930,000	I	
							As Trustee of Father's 2012 GRAT
Common Stock	10/10/2012		J		930,000	A	\$ 0
					930,000	I	
							As Trustee of Monther's 2012 GRAT
Common Stock					515,191	D	

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Common Stock	37,952	I	By Wife
Common Stock	203,025	I	As Trustee of Children
Common Stock	215,569	I	As Trustee of Father's 2009 GRAT
Common Stock	215,569	I	As Trustee of Mother's 2009 GRAT

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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 24.21					12/01/2012 ⁽⁵⁾ 12/01/2017	Common Stock	32,500	
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	\$ 27.38					11/30/2008 ⁽¹⁾ 11/30/2012	Common Stock	9,680	
Stock Option	\$ 30.12					11/30/2008 ⁽¹⁾ 11/30/2012	Common Stock	3,320	
	\$ 30.67					12/01/2009 ⁽²⁾ 12/01/2013		13,000	

Stock Option				Common Stock	
Stock Option	\$ 23.09		12/01/2010 ⁽³⁾	12/01/2014	Common Stock 30,000
Stock Option	\$ 24.49		12/01/2011 ⁽⁴⁾	12/01/2015	Common Stock 30,000

Reporting Owners

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

Signatures

/s/Thomas W.
Florsheim, Jr. 10/11/2012

__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 11/30/2008
- (2) 25% per year for 4 years beginning 12/01/2009
- (3) 25% per year for 4 years beginning 12/01/2010
- (4) 25% per year for 4 years beginning 12/01/2011
- (5) 25% per year for 4 years beginning 12/01/2012

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.