WEYCO GROUP INC

Form 4

February 25, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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subject to Section 16. Form 4 or Form 5 obligations

if no longer

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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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * FLORSHEIM THOMAS W			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)	3. Date of Earliest Transaction	(Check an applicable)			
			(Month/Day/Year)	X Director 10% Owner			
333 W. ESTA BOULEVARI			02/24/2016	Officer (give title below) Other (specify below)			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
GLENDALE, WI 53212				Form filed by More than One Reporting			

(City)	(State)	(Zip) Tab	le I - Non-D	erivative Se	curities	s Acqu	ired, Disposed o	f, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			4. Securitie (A) or Disp (Instr. 3, 4	oosed of and 5) (A) or		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	02/24/2016		J <u>(3)</u>	69,050		\$0	333,009	I (1)	2012 GRAT for Wife of which Son is Trustee
Common Stock	02/24/2016		J <u>(2)</u>	33,330	D	\$ 0	119,044	I (1)	2014 GRAT A for Self of which Son is Trustee
Common Stock	02/24/2016		<u>J(2)</u>	19,580	D	\$0	173,274	I (1)	2014 GRAT B

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								for Self of which Son is Trustee
Common Stock	02/24/2016	<u>J(3)</u>	19,580	D	\$0	173,274	I (1)	2014 GRAT A for Wife of which Son is Trustee
Common Stock	02/24/2016	J <u>(3)</u>	12,825	D	\$0	200,002	I (1)	2014 GRAT B for Wife of which Son is Trustee
Common Stock	02/24/2016	J(2)(3)	154,365	A	\$0	230,751	I	Held in Revocable Trust
Common Stock						400,000	I (1)	2015 GRAT for Self of which Son is Trustee
Common Stock						400,000	I (1)	2015 GRAT for Wife of which Son is Trustee
Common Stock						77,688	I	By Wife
Common Stock						2,500	D	
Reminder: Re	port on a separate line for each class of sec	urities benef	icially owne	d direc	etly or i	ndirectly.		

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. 1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Sec
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		(In
	Derivative				Securities	}		
	Security				Acquired			
					(A) or			
					Disposed			

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of (D) (Instr. 3, 4, and 5)

		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 <u>(6)</u>	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 <u>(8)</u>	08/25/2021	Common Stock	3,500

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FLORSHEIM THOMAS W
333 W. ESTABROOK BOULEVARD X
GLENDALE, WI 53212

Signatures

/s/ Thomas W. 02/25/2016 Florsheim, Sr.

**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) For informational purposes only
- (2) Shares transferred according to terms of GRAT for Self of which Thomas W. Florsheim, Jr. (Son) is Trustee
- (3) Shares transferred according to terms of GRAT for Wife of which Thomas W. Florsheim, Jr. (Son) is Trustee
- (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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 3

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