

FLORSHEIM THOMAS W JR

Form 4

March 11, 2019

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 JR

(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)
03/08/2019

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 & 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) |
|---------------------------------------|---|---|---|--|--|---|---|
| Common Stock | 03/08/2019 | | J | 26,888 | D \$ 0 89,072 | I | As Trustee of Father's 2017 GRAT |
| Common Stock | 03/08/2019 | | J | 26,888 | D \$ 0 89,072 | I | As Trustee of Mother's 2017 GRAT |
| Common Stock | | | | | 400,000 | I | As Trustee of Father's 2018 GRAT |
| Common Stock | | | | | 400,000 | I | As Trustee of Mother's |

| | | | |
|--------------|---------|---|---|
| Common Stock | 57,398 | I | 2018 GRAT As Trustee of John Florsheim Family Trust |
| Common Stock | 45,159 | I | By Wife |
| Common Stock | 86,896 | I | Held in 2018 Irrevocable Trust |
| Common Stock | 235,638 | I | As Trustee for Children |
| Common Stock | 685,869 | D | |

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

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(9-02)

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 | | |
| Stock Option | \$ 28.5 | | | | | 12/02/2014 ⁽¹⁾ | 12/02/2019 | Common Stock | | 40,000 |
| Stock Option | \$ 27.04 | | | | | 08/26/2015 ⁽²⁾ | 08/26/2020 | Common Stock | | 40,000 |
| Stock Option | \$ 25.64 | | | | | 08/25/2016 ⁽³⁾ | 08/25/2021 | Common Stock | | 32,000 |
| Stock Option | \$ 25.51 | | | | | 08/25/2017 ⁽⁴⁾ | 08/25/2022 | Common Stock | | 32,000 |

| | | | | | |
|--------------|----------|---------------------------|------------|--------------|--------|
| Stock Option | \$ 27.94 | 08/25/2018 ⁽⁵⁾ | 08/25/2027 | Common Stock | 15,000 |
| Stock Option | \$ 37.22 | 08/23/2019 ⁽⁶⁾ | 08/23/2028 | Common Stock | 8,000 |

Reporting Owners

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

Signatures

/s/ Thomas W.
Florsheim, Jr. 03/11/2019

__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 12/02/2014
- (2) 25% per year for 4 years beginning 08/26/2015
- (3) 25% per year for 4 years beginning 08/25/2016
- (4) 25% per year for 4 years beginning 08/25/2017
- (5) 20% per year for 5 years beginning 08/25/2018
- (6) 20% per year for 5 years beginning 08/23/2019

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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