

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-14** | Period of Report: **2013-01-14**  
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([HTML Version](#) on [secdatabase.com](#))

### REPORTING OWNER

#### **FLORSHEIM THOMAS W JR**

CIK: **1194948**

Type: **4** | Act: **34** | File No.: **000-09068** | Film No.: **13528972**

Mailing Address

*333 W ESTABROOK BLVD  
GLENDALE WI 53212*

### ISSUER

#### **WEYCO GROUP INC**

CIK: **106532** | IRS No.: **390702200** | State of Incorp.: **WI** | Fiscal Year End: **1231**  
SIC: **5130** Apparel, piece goods & notions

Mailing Address

*333 W ESTABROOK  
BOULEVARD  
GLENDALE WI 43312*

Business Address

*333 W ESTABROOK  
BOULEVARD  
GLENDALE WI 43312  
4149081600*

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>FLORSHEIM THOMAS W JR</b>			2. Issuer Name and Ticker or Trading Symbol <b>WEYCO GROUP INC [WEYS]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chairman and CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/14/2013</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
333 W. ESTABROOK BOULEVARD			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>GLENDALE, WI US 53212</b>								
(City)	(State)	(Zip)						

**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	01/14/2013		<u>G</u>		1,231	A	\$ 0	516,422	D	
Common Stock	01/14/2013		<u>G</u>		1,231	A	\$ 0	39,183	I	By Wife
Common Stock	01/14/2013		<u>G</u>		6,531	A	\$ 0	209,556	I	As Trustee for 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
Common Stock								873,700	I	As Trustee of Father's 2012 GRAT
Common Stock								895,950	I	As Trustee of Mother's 2012 GRAT

**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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Day/ Year)	(A) or Disposed of (D) (Instr. 3, 4, and 5)				Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)
			Code	V	(A)	(D)						
Stock Option	\$16.79					11/19/2003	05/19/2013	Common Stock	32,088	32,088	D	
Stock Option	\$18.03					12/26/2005	04/26/2015	Common Stock	19,958	19,958	D	
Stock Option	\$30.67					12/01/2009 <sup>(1)</sup>	12/01/2013	Common Stock	13,000	13,000	D	
Stock Option	\$23.09					12/01/2010 <sup>(2)</sup>	12/01/2014	Common Stock	30,000	30,000	D	
Stock Option	\$24.49					12/01/2011 <sup>(3)</sup>	12/01/2015	Common Stock	30,000	30,000	D	
Stock Option	\$24.21					12/01/2012 <sup>(4)</sup>	12/01/2017	Common Stock	32,500	32,500	D	
Stock Option	\$23.53					12/01/2013 <sup>(5)</sup>	12/01/2018	Common Stock	32,500	32,500	D	

**Explanation of Responses:**

1. 25% per year for 4 years beginning 12/01/2009
2. 25% per year for 4 years beginning 12/01/2010
3. 25% per year for 4 years beginning 12/01/2011
4. 25% per year for 4 years beginning 12/01/2012
5. 25% per year for 4 years beginning 12/01/2013

**Signatures**

/s/Thomas W. Florsheim, Jr.

\*\* Signature of Reporting Person

01/14/2013

Date

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

\* 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).

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**