

WEYCO GROUP INC
Form 8-K
May 10, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 8, 2018

WEYCO GROUP, INC.

(Exact name of registrant as specified in its charter)

Wisconsin 0-9068 39-0702200
(State or other jurisdiction (Commission (I.R.S. Employer
of incorporation) File Number) Identification No.)

333 W. Estabrook Blvd.

P. O. Box 1188 53201

Milwaukee, WI
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (414) 908-1600

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07

Submission of Matters to a Vote of Security Holders

Weyco Group, Inc. (the “Company”) held its 2018 Annual Meeting of Shareholders on May 8, 2018. There were 10,259,993 outstanding shares eligible to vote as of March 16, 2018, the record date for the 2018 Annual Meeting. At the meeting, the following actions were taken:

(i) The shareholders elected three directors to the Company’s Board of Directors for terms expiring at the Annual Meeting in the year 2021. The directors elected, as well as the number of votes cast for, votes withheld and broker non-votes for each individual are set forth below:

| Nominee | Votes For | Votes Withheld | Broker Non-Votes |
|----------------------------|-----------|----------------|------------------|
| John W. Florsheim | 8,314,136 | 313,045 | 1,101,510 |
| Frederick P. Stratton, Jr. | 8,454,433 | 172,748 | 1,101,510 |
| Cory L. Nettles | 8,460,658 | 166,523 | 1,101,510 |

The terms of the other directors of the Company continue until the Annual Meeting in the years set forth below:

| Director | Term | Director | Term |
|--------------------------|------|---------------------|------|
| Thomas W. Florsheim, Jr. | 2020 | Tina Chang | 2019 |
| Robert Feitler | 2020 | Thomas W. Florsheim | 2019 |

(ii) The shareholders approved a proposal to ratify the Audit Committee’s appointment of Baker Tilly Virchow Krause, LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2018, with the following votes:

| | <u>Amount</u> |
|---------------------|---------------|
| Votes for approval: | 9,727,318 |
| Votes against: | 550 |
| Abstentions: | 823 |
| Broker Non-Votes: | - |

* * * * *

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 10, 2018 WEYCO GROUP, INC.

/s/ John Wittkowske
John Wittkowske
Senior Vice President/CFO