

WEYCO GROUP INC

Form 4

March 01, 2005

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GROSSMAN PETER S

(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)
02/28/2005

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) below)

Senior Vice President

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 Ownership (Instr. 4)
Common Stock	02/28/2005		M	9,000 A	\$ 9.06 9,000	D	
Common Stock	03/01/2005		S	9,000 D	\$ 43.85 0	D	
Common Stock					3,875	I	Jointly
Class B. Common Stock					8,425	I	Jointly

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

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SEC 1474
(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 (Instr. 5)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 9.06	02/28/2005		M		9,000		06/06/1997	12/06/2006	Common Stock	9,000
Stock Option	\$ 33.58							11/19/2003	05/19/2013	Common Stock	9,000
Stock Option	\$ 24.08							01/22/2003	07/22/2012	Common Stock	9,000
Stock Option	\$ 14.5							04/05/2000	10/05/2009	Common Stock	7,500
Stock Option	\$ 14.67							05/18/1998	11/18/2007	Common Stock	7,500
Stock Option	\$ 15.67							03/07/2002	09/07/2011	Common Stock	9,000
Stock Option	\$ 16.75							05/05/1999	11/05/2008	Common Stock	7,500
Stock Option	\$ 17							05/02/2001	11/02/2010	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GROSSMAN PETER S 333 W. ESTABROOK BOULEVARD GLENDALE, WI 53212	Senior Vice President

Signatures

/s/ Peter S.
Grossman

03/01/2005

__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).

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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