

WEYCO GROUP INC  
Form 4  
May 29, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**FLORSHEIM JOHN W**

(Last) (First) (Middle)  
  
333 W. ESTABROOK BOULEVARD  
  
(Street)

GLENDALE, 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)  
**05/29/2007**

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)  
**President and COO**

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) |   |                                |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|--------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |   |                                |
|                                 |                                      |  |                                | Code  | V   | Amount   |                                   |   |                                |
| Class B Common Stock            | 05/29/2007                           |  | J/K                            | 30,798  | D   | \$ 0   | 0                                 | D |                                |
| Common Stock                    | 05/29/2007                           |  | J/K                            | 30,798  | A   | \$ 0   | 305,897                           | D |                                |
| Common Stock                    |                                      |  |                                |   |   |  | 33,081                            | I | By Wife                        |
| Common Stock                    |                                      |  |                                |   |   |  | 78,653                            | I | By self as trustee of children |

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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. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Stock Option                               | \$ 19.83   |                                      |  |                                |   | 12/26/2005 04/26/2010                                    | Common Stock 5,042  |   |
| Stock Option                               | \$ 18.03   |                                      |  |                                |   | 12/26/2005 04/26/2015                                    | Common Stock 19,958   |   |
| Stock Option                               | \$ 18.47   |                                      |  |                                |   | 11/19/2003 05/19/2008                                    | Common Stock 5,412  |   |
| Stock Option                               | \$ 16.79   |                                      |  |                                |   | 11/19/2003 05/19/2013                                    | Common Stock 32,088   |   |
| Stock Option                               | \$ 12.04   |                                      |  |                                |   | 01/22/2003 07/22/2012                                    | Common Stock 29,948   |   |
| Stock Option                               | \$ 7.84  |                                      |  |                                |   | 03/07/2002 09/07/2011                                    | Common Stock 25,896   |   |
| Stock Option                               | \$ 7.25  |                                      |  |                                |   | 04/05/2000 10/05/2009                                    | Common Stock 17,462   |   |
| Stock Option                               | \$ 8.38  |                                      |  |                                |   | 05/05/1999 11/05/2008                                    | Common Stock 19,146   |   |
| Stock Option                               | \$ 8.5   |                                      |  |                                |   | 05/05/2001 11/02/2010                                    | Common Stock 19,306   |   |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

FLORSHEIM JOHN W  
333 W. ESTABROOK BOULEVARD  
GLENDALE, WI 53212

X

President  
and COO

## Signatures

/s/ John W.  
Florsheim

05/29/2007

\*\*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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