

**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 2, 2012

WEYCO GROUP, INC.

(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|---|
| Wisconsin | 0-9068 | 39-0702200 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |
| 333 W. Estabrook Blvd. P. O. Box 1188 Milwaukee, WI | | 53201 |
| (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))
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Item 5.07 Submission of Matters to a Vote of Security Holders

Weyco Group, Inc. (the “Company”) held its 2012 Annual Meeting of Shareholders on May 2, 2012. There were 10,924,595 outstanding shares eligible to vote as of March 19, 2012, the record date for the 2012 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 2015. 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:

| <u>Nominee</u> | <u>Votes For</u> | <u>Votes Withheld</u> | <u>Broker Non-Votes</u> |
|----------------------------|------------------|-----------------------|-------------------------|
| John W. Florsheim | 7,364,561 | 283,572 | 2,415,402 |
| Frederick P. Stratton, Jr. | 7,373,681 | 274,452 | 2,415,402 |
| Cory L. Nettles | 7,516,173 | 131,960 | 2,415,402 |

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

| <u>Director</u> | <u>Term</u> | <u>Director</u> | <u>Term</u> |
|--------------------------|-------------|---------------------|-------------|
| Thomas W. Florsheim, Jr. | 2014 | Thomas W. Florsheim | 2013 |
| Robert Feitler | 2014 | Tina Chang | 2013 |

(ii) The shareholders approved a proposal to ratify the Audit Committee’s appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2012 with the following votes:

| | |
|---------------------|---------------|
| | <u>Amount</u> |
| Votes for approval: | 9,882,133 |
| Votes against: | 159,278 |
| Abstentions: | 22,124 |
| 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 3, 2012

WEYCO GROUP, INC.

/s/ John Wittkowske

John Wittkowske

Senior Vice President/CFO