Smith Brian J Form 4 January 07, 2013

### FORM 4

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

**OMB APPROVAL** 

OMB 3235-0287 Number:

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 5

obligations may continue. See Instruction

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(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Smith Brian J Issuer Symbol

LAKELAND FINANCIAL CORP (Check all applicable) [LKFN]

X\_ Director 3. Date of Earliest Transaction 10% Owner Officer (give title Other (specify (Month/Day/Year)

120 WEST LEXINGTON AVENUE 01/04/2013

(Middle)

(Zip)

(First)

(State)

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

> Filed(Month/Day/Year) Applicable Line)

\_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

(Instr. 4)

D

Person

Following

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

below)

ELKHART, IN 46516

1.Title of 2. Transaction Date 2A. Deemed 6. Ownership 7. Nature of 3. 4. Securities 5. Amount of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Beneficially Beneficial Disposed of (D) (D) or (Month/Day/Year) (Instr. 3, 4 and 5) Owned Ownership (Instr. 8) Indirect (I)

> Reported (A) Transaction(s) or

(Instr. 3 and 4) Code V Amount (D) Price Common

3,363.883 Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(Instr. 4)

#### Edgar Filing: Smith Brian J - Form 4

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Num	ber	6. Date Exer	cisable and	7. Title and A	Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti			Expiration D		Underlying S		Derivativ
Security	or Exercise		any	Code	Derivat	ive	(Month/Day	Year)	(Instr. 3 and	4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securiti	ies					(Instr. 5)
	Derivative				Acquire	ed					
	Security				(A) or						
					Dispose	ed					
					of (D)						
					(Instr. 3	3, 4,					
					and 5)	, ,					
										Amount	
							Date	Expiration		or	
							Exercisable	Date	Title	Number	
							Excreisable	Built		of	
				Code V	(A)	(D)				Shares	
Phantom	<u>(1)</u>	01/04/2013		A	677		(2)	(3)	Common	677	\$
Stock	_	01,0 1/2010			0.,		_	_	Stock	0,,	26.748

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Smith Brian J 120 WEST LEXINGTON AVENUE ELKHART, IN 46516	X						

## **Signatures**

Teresa A. Bartman, Attorney-in-Fact 01/07/2013

\*\*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).
- (1) Each phantom stock unit exercises into 1 share of common Stock.
- (2) Phantom stock is exercisable after the directors' retirement as a Board member.
- (3) Phantom shares expire after the directors' retirement as a Board member.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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