FIDELITY SOUTHERN CORP

Form 4 June 09, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

Check this box

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

See Instruction 1(b).

(Last)

1550

(Print or Type Responses)

1. Name and Address of Reporting Person * SHEPHERD W CLYDE III

(First)

(Middle)

2. Issuer Name and Ticker or Trading Symbol

FIDELITY SOUTHERN CORP [LION]

3. Date of Earliest Transaction

06/05/2015

(Month/Day/Year)

3490 PIEDMONT ROAD, SUITE

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Other (specify

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Issuer

_X__ Director

ATLANTA, GA 30305

(City)	(State) (Z	iip) Table	I - Non-De	erivative Secu	rities	Acquired, I	Disposed of, or Ben	eficially Own	ied
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities Acquired (A) or ransactiorDisposed of (D) ode (Instr. 3, 4 and 5) nstr. 8) (A) or		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. I Ind Ber Ow (In:	
Fidelity Southern Corporation - Common Stock	06/05/2015		Code V A(1)	Amount 258.3739	(D)	Price \$ 15.4766		D	
Fidelity Southern Corporation - Common Stock	06/05/2015		P	258.3739	A	\$ 15.4766	279,735.6148	D	
							2,078	I	

7. Nature of Indirect Beneficial Ownership (Instr. 4)

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Fidelity Southern Corporation - Common Stock			By Child - Wm Clyde S Shepherd
Fidelity Southern Corporation - Common Stock	39,998	I	By Family Foundation
Fidelity Southern Corporation - Common Stock	5,784	I	By Family Partnership

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 6.15					01/19/2013(2)	01/19/2017	Fidelity Southern Corporation - Common Stock	6,666
Stock Option (Right to Buy)	\$ 15.56					01/23/2015(3)	01/23/2019	Fidelity Southern Corporation - Common Stock	6,000

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 Stock
 Fidelity

 Option
 \$ 16.82

 (Right to Buy)
 (4)

 03/19/2016
 03/19/2020

 O3/19/2020
 Corporation Common Stock

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SHEPHERD W CLYDE III

3490 PIEDMONT ROAD
SUITE 1550

ATLANTA, GA 30305

Signatures

Elna Kolarich, Attorney in Fact for W. Clyde Shepherd III 06/09/2015

**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) Shares awarded for service as a Director during the previous month.
- (2) Exercisable: 1/3 on 1/19/13; 1/3 on 1/19/14; 1/3 on 1/19/15
- (3) Exercisable: 1/3 on 1/23/2015; 1/3 on 1/23/2016; 1/3 on 1/23/2017
- (4) Exercisable: 1/3 on 3/19/16, 1/3 on 3/19/17, 1/3 on 3/19/18

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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