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LAKELAND FINANCIAL CORP

Form 4

February 01, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB

Washington, D.C. 20549 Check this box

3235-0287 Number: January 31, Expires:

OMB APPROVAL

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

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

2,000

2005 Estimated average burden hours per response... 0.5

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).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * FINDLAY DAVID M			2. Issuer Name and Ticker or Trading Symbol LAKELAND FINANCIAL CORP [LKFN]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 2828 E. PR	(First) (ESTWICK RD	(Middle)	3. Date of (Month/I) 01/29/2	ansaction			Director 10% Owner Officer (give title Other (specify below) President & CEO				
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
WINONA	LAKE, IN 46590	1							Person	Tore than One Re	porting
(City)	(State)	(Zip)	Tab	le I - Noi	n-D	erivative S	Securi	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any		3. Transac Code (Instr. 8	8)	4. Securitin(A) or Dis (Instr. 3, 4)	sposed	of (D)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/29/2016			M	•	11,100	A	\$ 0	72,163	D	
Common Stock	01/29/2016			F		3,513	D	\$ 43.79	68,650	D	
Common Stock									14,176	I	401(k) Plan
Common									2 000	т	Ry Spouse

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

By Spouse

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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)	Secu Acqu or D (D)	urities uired (A) isposed of r. 3, 4,	Expiration Date		7. Title and Amount Underlying Securition (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Restricted Stock Units (1)	\$ 0 (2)	01/29/2016		M		11,100	02/01/2016	02/01/2016(3)	Common Stock	11,1
Restricted Stock Units (1)	\$ 0 (2)						02/01/2017	02/01/2017(3)	Common Stock	12,0
Restricted Stock Units (1)	\$ 0 (2)						02/01/2018	02/01/2018(3)	Common Stock	12,0
Restricted Stock Units (1)	\$ 0 (2)						02/01/2019	02/01/2019(3)	Common Stock	12,0

Reporting Owners

Reporting Owner Name / Address	Relationships							
• 0	Director	10% Owner	Officer	Other				
FINDLAY DAVID M								
2828 E. PRESTWICK RD			President & CEO					

Signatures

WINONA LAKE, IN 46590

Teresa A. Bartman, Attorney-in-Fact 02/01/2016

**Signature of Reporting Person Date

Reporting Owners 2

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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) The Restricted Stock Units are subject to forfeiture based on corporate performance criteria.
- (2) Each Restricted Stock Unit exercises into 1 share of Common Stock.
- (3) Restricted Stock Unit awards are a conditional promise to transfer a share at a specific futurue date and do not have an expiration date.
- (4) Shares adjusted due to performance criteria.

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.