

FIDELITY SOUTHERN CORP

Form 4

October 27, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lankford William C Jr

2. Issuer Name **and** Ticker or Trading
Symbol
FIDELITY SOUTHERN CORP
[LION]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
3490 PIEDMONT ROAD, STE 1550

3. Date of Earliest Transaction
(Month/Day/Year)
10/25/2016

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

ATLANTA, GA 30305

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
Fidelity Southern Corporation - Common Stock	10/25/2016		S	5,596 D	\$ 18.5233 17,227.5336	D	
Fidelity Southern Corporation - Common Stock	10/25/2016		S	7,334 D	\$ 18.5339 22,823.5336	D	
Fidelity Southern	10/25/2016		M	4,000 A	\$ 15.56 26,823.5336	D	

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Corporation
- Common
Stock

Fidelity
Southern

Corporation 10/25/2016
- Common
Stock

M 3,334 A \$ 16.82 30,157.5336 D

Fidelity
Southern
Corporation
- Common
Stock

2,500

I

By
spouse

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 15.56	10/25/2016		M	4,000	01/23/2015 ⁽¹⁾ 01/23/2019	Fidelity Southern Corporation - Common Stock 4,000
Stock Option (Right to Buy)	\$ 16.82 ⁽²⁾	10/25/2016		M	3,334	03/19/2016 03/19/2020	Fidelity Southern Corporation - Common Stock 3,334
Stock Option (Right to	\$ 17.87					01/21/2017 ⁽³⁾ 01/21/2021	Fidelity Southern Corporation 10,000

Buy)

- Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Lankford William C Jr 3490 PIEDMONT ROAD, STE 1550 ATLANTA, GA 30305	X

Signatures

Faith Hynes, Attorney in Fact for William C.
Lankford, Jr.

10/27/2016

__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) Exercisable: 1/3 on 1/23/2015; 1/3 on 1/23/2016; 1/3 on 1/23/2017
- (2) Exercisable: 1/3 on 3/19/16, 1/3 on 3/19/17, 1/3 on 3/19/18
- (3) Exercisable: 1/3 on 1/21/2017; 1/3 on 1/21/2018; 1/3 on 1/21/2019

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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