#### Edgar Filing: LAKELAND FINANCIAL CORP - Form 4

| LAKELAND<br>Form 4<br>August 05, 2  | 9 FINANCIAL CORI<br>013                                   | 0                           |   |             |                  |   |   |   |           |
|---|---|-----------------------------|---|-------------|------------------|---|---|---|-----------|
|   | 1 /1  |                             |   |             |                  |   |   |   | PPROVAL   |
| Check this box<br>if no longer<br>subject to<br>Section 16. SECURITIES SECURITIES NUMBERSHIP OF<br>Section 16. SECURITIES NUMBERSHIP OF<br>SECURITIES NUMBERSHIP OF<br>SECURITIES NUMBERSHIP OF<br>SECURITIES NUMBERSHIP OF<br>SECURITIES NUMBERSHIP OF<br>Section 16. SECURITIES |   |                             |   |             |                  |   |   | ONID  | 3235-0287 |
|   |   |                             |   |             |                  |   |   | irs per   |           |
| (Print or Type F  | Responses)  |                             |   |             |                  |   |   |   |           |
| 1. Name and A<br>DEARDOR  | Symbol  | KELAND FINANCIAL CORP       |   |             |                  | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable) |   |   |           |
| (N  |   |                             | 3. Date of Earliest Transaction<br>(Month/Day/Year)<br>08/02/2013                         |             |                  |   | Director 10% Owner<br>X Officer (give title Other (specify<br>below) below)<br>Executive Vice President |   |           |
|   | (Street)  | Filed(Month/Day/Year) Appli |   |             |                  | Applicable Line)  | ual or Joint/Group Filing(Check<br>Line)<br>filed by One Reporting Person                               |   |           |
| SILVER LA   | KE, IN 46982  |                             |   |             |                  |   |   | More than One R   |           |
| (City)  | (State) (Zip)   | Table                       | e I - Non-Do  | erivative S | Securi           | ties Ac   | quired, Disposed o  | f, or Beneficia   | lly Owned |
| 1.Title of<br>Security<br>(Instr. 3)  | 2. Transaction Date 2A<br>(Month/Day/Year) Ex<br>an<br>(M | ecution Date, if            | 3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5) |             |                  | SecuritiesHBeneficially()OwnedHFollowing()                                    | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4)                                    | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |           |
| Com   |   |                             | Code V  | Amount      | (A)<br>or<br>(D) | Price   | Reported<br>Transaction(s)<br>(Instr. 3 and 4)  |   |           |
| Common<br>Stock   | 08/02/2013  |                             | S   | 500         | D                | \$ 32   | 33,369  | D   |           |
| Common<br>Stock   | 08/05/2013  |                             | S   | 5,500       | D                | \$ 32   | 27,869  | D   |           |

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

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5.<br>orNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                       | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |  |
|---|---|---|---|---------------------------------------|---|--|-----------------------|---|--|
|   |   |   |   | Code V                                | (A) (D)   | Date<br>Exercisable  | Expiration Date       | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Restricted<br>Stock<br>Units (1)                    | \$ 0 <u>(2)</u>   |   |   |                                       |   | 02/01/2015   | 02/01/2015 <u>(3)</u> | Common<br>Stock   | 4,000                                  |
| Restricted<br>Stock<br>Units (1)                    | \$ 0 <u>(2)</u>   |   |   |                                       |   | 02/01/2014   | 02/01/2014 <u>(3)</u> | Common<br>Stock   | 4,000                                  |
| Restricted<br>Stock<br>Units (1)                    | \$ 0 <u>(2)</u>   |   |   |                                       |   | 02/01/2016   | 02/01/2016 <u>(3)</u> | Common<br>Stock   | 4,000                                  |

## **Reporting Owners**

| Reporting Owner Name / Address                                    | Relationships |            |                          |       |  |  |  |
|---|---------------|------------|--------------------------|-------|--|--|--|
| http://mg officer.round/induces                                   | Director      | 10% Owner  | Officer                  | Other |  |  |  |
| DEARDORFF KEVIN L<br>3254 W. STATE RD 14<br>SILVER LAKE, IN 46982 |               |            | Executive Vice President |       |  |  |  |
| Signatures  |               |            |                          |       |  |  |  |
| Teresa A. Bartman,<br>Attorney-in-Fact                            |               | 08/05/2013 | 3                        |       |  |  |  |

<u>\*\*</u>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) 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. 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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