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LAKELAND FINANCIAL CORP

Form 4

August 23, 2013

FORM 4

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

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subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

SECURITIES

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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).

(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 Ottinger Eric H Issuer Symbol LAKELAND FINANCIAL CORP (Check all applicable) [LKFN] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) 12133 EAGLE CREEK PLACE 08/22/2013 **Executive Vice President** (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 Person

FU)KT	WA	YNE,	IN	468	4

(State)

(Zip)

(City)

(City)	(State)	Table	I - Non-De	rivative S	ecuri	ties Ac	quired, Disposed (of, or Beneficial	lly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ties		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	TransactionAcquired (A) or				Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)
					()		Reported		
					(A)		Transaction(s)		
			C + V		or	ъ.	(Instr. 3 and 4)		
~			Code V	Amount	(D)	Price			
Common	08/22/2013		M	3,000	A	\$0	10,824	D	
Stock	00/22/2013		141	3,000	11	ΨΟ	10,024	D	
~									
Common	08/22/2013		S	3,000	D	\$ 33	7,824	D	
Stock	00/22/2013		J	3,000	ט	Ψυυ	7,024	D	
C									404343
Common							1,547	I	401)k)
Stock							1,5-17		Plan

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

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number.

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)	Securities		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	Amoun or Number of Shares
Stock Options (Right to Buy)	\$ 19.595	08/22/2013		M		3,000	10/11/2010	10/11/2015	Common Stock	3,000
Restricted Stock Units (1)	\$ 0 (2)						02/01/2015	02/01/2015(3)	Common Stock	4,000
Restricted Stock Units (1)	\$ 0 (2)						02/01/2014	02/01/2014(3)	Common Stock	4,000
Restricted Stock Units (1)	\$ 0 (2)						02/01/2016	02/01/2016(3)	Common Stock	4,000
Stock Options (Right to Buy)	\$ 24.05						05/14/2013	05/14/2018	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address					
	Director	10% Owner	Officer	Oth	her

Ottinger Eric H

12133 EAGLE CREEK PLACE Executive Vice President

FORT WAYNE, IN 46814

Signatures

Teresa A. Bartman, Attorney-in-Fact 08/23/2013

Reporting Owners 2

Relationships

**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. 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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