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LAKELAND FINANCIAL CORP

Form 4

January 02, 2015

FORM 4

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

OMB

Check this box if no longer subject to Section 16.

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

3235-0287 Number: January 31, Expires:

2005

0.5

OMB APPROVAL

Estimated average

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Form 5 obligations may continue.

See Instruction

Form 4 or

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 A Pruitt Kristin	ddress of Reporting F 1	Symbol		I Ticker or '	C	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 52041 CARI	(First) (M	, -, -, -, -, -, -, -, -, -, -, -, -, -,	of Earliest Ti /Day/Year) /2015	ransaction		Director 10% Owner _X_ Officer (give title Other (specify below) Executive Vice President		
GD ANGED	(Street)		mendment, Date Original 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		
GRANGER,	, IN 46530					Person	Wore than one R	eporting
(City)	(State)	(Zip) Ta	ble I - Non-I	Derivative S	Securities Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date, any (Month/Day/Yea	Code	,	(A) or d of (D) 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)
Common Stock						393	D	
Common Stock						3,466	I	401(k) Plan

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 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. Transactio Code (Instr. 8)	5. Number proof 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	Amoun or Number of Shares
Restricted Stock Units (1)	\$ 0 (2)	01/01/2015		A	4,000	02/01/2018	02/01/2018(3)	Common Stock	4,000
Restricted Stock Units (1)	\$ 0 (2)					02/01/2015	02/01/2015(3)	Common Stock	3,000
Restricted Stock Units (1)	\$ 0 (2)					02/01/2016	02/01/2016(3)	Common Stock	3,000
Restricted Stock Units (1)	\$ 0 (2)					02/01/2017	02/01/2017(3)	Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address			Keiationships	
	Director	10% Owner	Officer	Other

Pruitt Kristin

52041 CARDING MILL CT GRANGER, IN 46530 **Executive Vice President**

Signatures

Teresa A. Bartman, Attorney-in-Fact 01/02/2015

**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) 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.

Reporting Owners 2

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(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, <i>see</i> 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.