

FIDELITY SOUTHERN CORP  
Form 4  
December 08, 2015

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

OMB APPROVAL  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PROCTOR H PALMER 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, SUITE 1550

3. Date of Earliest Transaction (Month/Day/Year)  
12/04/2015

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive officer

(Street)  
ATLANTA, GA 30305

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

(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 or Disposed of (A) or (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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Fidelity Southern Corporation - Common Stock	12/04/2015		G	V	457 <sup>(1)</sup> D \$ 22.12	126,937.357	D
Fidelity Southern Corporation - Common Stock	12/07/2015		G	V	2,345 <sup>(2)</sup> D \$ 21.92 <sup>(3)</sup>	124,592.357	D
	12/07/2015		G	V	A	19,622.889	I

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Fidelity Southern Corporation - Common Stock				2,345 <u>(2)</u>	\$ 21.92 <u>(3)</u>				By Spouse
Fidelity Southern Corporation - Common Stock	12/07/2015	G	V	615 <u>(2)</u>	D	\$ 21.92 <u>(3)</u>	123,977.357	D	
Fidelity Southern Corporation - Common Stock	12/07/2015	G	V	615 <u>(2)</u>	A	\$ 21.92 <u>(3)</u>	6,708.3771	I	By H E Proctor
Fidelity Southern Corporation - Common Stock	12/07/2015	G	V	615 <u>(2)</u>	D	\$ 21.92 <u>(3)</u>	123,362.357	D	
Fidelity Southern Corporation - Common Stock	12/07/2015	G	V	615 <u>(2)</u>	A	\$ 21.92 <u>(3)</u>	6,708.3771	I	By S B Proctor
Fidelity Southern Corporation - Common Stock	12/07/2015	G	V	615 <u>(2)</u>	D	\$ 21.92 <u>(3)</u>	122,747.357	D	
Fidelity Southern Corporation - Common Stock	12/07/2015	G	V	615 <u>(2)</u>	A	\$ 21.92 <u>(3)</u>	6,708.3771	I	By P3 Proctor
Fidelity Southern Corporation - Common Stock	12/07/2015	G	V	10 <u>(4)</u>	D	\$ 21.92 <u>(3)</u>	122,737.357	D	
Fidelity Southern Corporation - Common Stock							21,744.3389	I	By 401(k) <u>(5)</u>
							54,700	I	

Fidelity  
Southern  
Corporation  
- Common  
Stock

By  
Custody  
Account

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

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(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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PROCTOR H PALMER JR 3490 PIEDMONT ROAD SUITE 1550 ATLANTA, GA 30305	X		Executive officer	

## Signatures

Faith Hynes, Attorney in Fact for H. Palmer Proctor, Jr. 12/08/2015

\*\*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) Charitable contribution

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- (2) Shares are gifts from reporting person to family members.
- (3) Closing price on 12/7/15
- (4) Shares are gifts from reporting person to godchildren.
- (5) Purchased 863 shares at various times and prices through the Fidelity Southern Corporation 401(k) Plan during 2003

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.