

S Y BANCORP INC  
Form SC 13G/A  
February 13, 2008

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

**AMENDED SCHEDULE 13 G**

Under the Securities Exchange Act of 1934  
(Amendment No. \_\_\_\_ )

**S.Y. BANCORP, INC.**  
(Name of Issuer)

**Common Stock, no par value**  
(Title of Class of Securities)

**785060104**  
(CUSIP Number)

Check the following box if a fee is being paid with this statement. [ ]

- [X] Rule 13d-1(b)  
[ ] Rule 13d-1(c)  
[ ] Rule 13d-1(d)

CUSIP No. 785060104

1. Names of Reporting Persons/S.S. or I.R.S. Identification Nos. of Above Persons  
Stock Yards Bank & Trust Company  
61-0354170
2. Check the Appropriate Row if a Member of a Group  
(a) \_\_\_\_\_  
(b)  X
3. SEC Use Only \_\_\_\_\_
4. Citizenship or Place of Organization  
Kentucky

Number of Shares Beneficially Owned by Each Reporting Person With:

- |  |           |
|--|-----------|
| 5. Sole Voting Power   | 1,031,869 |
| 6. Shared Voting Power   |           |
| 7. Sole Dispositive Power  | 364,537   |
| 8. Shared Dispositive Power  | 416,165   |
| 9. Aggregate Amount Beneficially Owned by Each Reporting Person                            | 1,033,129 |
| 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares<br>(See Instructions) |           |

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11. Percent of Class Represented by Amount in Row 9 7.60%  
 12. Type of Reporting Person BK

Item 1.(a) Name of Issuer  
 S.Y. Bancorp, Inc.

Item 1.(b) Address of Issuer's Principal Executive Offices  
 1040 East Main Street  
 Louisville, KY 40206

Item 2.(a) Name of Person Filing  
 Stock Yards Bank & Trust Company

Item 2.(b) Address of Principal Business Office, or if None, Residence  
 Same as 1(b)

Item 2.(c) Citizenship  
 A Kentucky Corporation

Item 2.(d) Title of Class of Securities  
 Common Stock

Item 2.(e) CUSIP Number  
 785060104

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:  
 Bank as defined in Section 3(a)(6) of the Act

Item 4. Ownership

(a) Amount Beneficially Owned as of December 31, 2007:  
 The Bank, in its various fiduciary capacities as agent, personal representative, custodian and trustee, is the beneficial owner (as that term is defined in Rule 13d-3) of 1,033,129 shares of the Common Stock, no par value, of S.Y. Bancorp, Inc., the Bank's parent company.

(b) Percent of Class:  
 7.60%

(c) Number of Shares as to which such person has:

(i)	sole power to vote or to direct the vote	1,031,869
(ii)	shared power to vote or to direct the vote	0
(iii)	sole power to dispose or to direct the disposition of	364,537
(iv)	shared power to dispose or to direct the disposition of	416,165

Item 5. Ownership of Five Percent or Less of a Class

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If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. [ ]

- Item 6. Ownership of More than Five Percent on Behalf of Another Person.  
Other persons have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, certain of the securities held by the Bank in its various fiduciary capacities.
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company  
Not Applicable.
- Item 8. Identification and Classification of Members of the Group  
Not Applicable.
- Item 9. Notice of Dissolution of Group  
Not Applicable
- Item 10. Certification  
By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 7, 2008

STOCK YARDS BANK & TRUST COMPANY

By: /s/ Kathy C. Thompson  
Kathy C. Thompson

Senior Executive Vice President