SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
DEARDORFF KEVIN L	LAKELAND FINANCIAL CORP [LKFN]	Director 10% Owner
(Last) (First) (Middle) 3254 W. STATE RD 14	3. Date of Earliest Transaction (Month/Day/Year) 01/30/2017	X Officer (give title below) Other (specify below)
(Street) SILVER LAKE IN 46982	4. If Amendment, Date of Original Filed (Month/Day/Year)	Executive Vice President
(City) (State) (Zip)		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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 (A) or Disposed Of (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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/30/2017		M		7,140	A	$0	49,243	D	
Common Stock	01/30/2017		F		2,249	D	$45.72	46,994	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units[1]	$0[2]	01/30/2017		M			7,140	02/01/2017	02/01/2017[3]	Common Stock	7,140[4]	$0	0	D	
Restricted Stock Units[1]	$0[2]							02/01/2018	02/01/2018[3]	Common Stock	6,000		6,000	D	
Restricted Stock Units[1]	$0[2]							02/01/2019	02/01/2019[3]	Common Stock	6,000		6,000	D	
Restricted Stock Units[1]	$0[2]							02/01/2020	02/01/2020[3]	Common Stock	5,400		5,400	D	

Explanation of Responses:

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.

4. Shares adjusted due to performance criteria.

Teresa A. Bartman, Attorney-in-Fact	01/31/2017
** Signature of Reporting Person	Date