

MILLER JAMES B JR
Form 4
July 28, 2008

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MILLER JAMES B 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)
07/25/2008

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)
Executive Officer / 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 (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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Fidelity Southern Corporation - Common Stock	07/25/2008		P		2,248.4744	A	\$ 4.4475
					2,234,057.2954	D	
Fidelity Southern Corporation - Common Stock					98,805.252	I	

By Berlin
American
Co LLC

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Fidelity Southern Corporation - Common Stock				By 401(k) <u>(1)</u>
Fidelity Southern Corporation - Common Stock	33,009	I		By Child - B.P.Miller
Fidelity Southern Corporation - Common Stock	35,895	I		By Child - E.P. Miller
Fidelity Southern Corporation - Common Stock	31,131	I		By Child - K. Lane Miller
Fidelity Southern Corporation - Common Stock	2,999.8479	I		By Grandchild - N.P. Miller
Fidelity Southern Corporation - Common Stock	1,190	I		By IRA
Fidelity Southern Corporation - Common Stock	180,433	I		By Shares Held By Ltd Partnership
Fidelity Southern Corporation - Common Stock	89,216.996	I		By Spouse
Fidelity Southern Corporation - Common Stock	213,768	I		By Trust - Family

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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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 0 ⁽²⁾					⁽³⁾ 12/16/2006 ⁽⁴⁾	Fidelity Southern Corporation - Common Stock	75,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER JAMES B JR 3490 PIEDMONT ROAD SUITE 1550 ATLANTA, GA 30305	X	X	Executive Officer	Executive Officer

Signatures

By: Barbara McNeill, Attorney in Fact 07/28/2008

__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) Purchased 2200.4284 shares of Fidelity Southern Corporation stock in the 401(k) Plan at various times and prices during 2004.

(2) 7/22/08 exercise price is \$4.60 (closing price as of 7/21/08)

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(3) Exercisable: 1/3 on 7/22/09; 1/3 on 7/22/10; 1/3 on 7/22/11

(4) Grant expires 7/22/2013

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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