PROCTOR H PALMER JR

Form 4 May 03, 2013

FORM 4 UNITED STATE

1. Name and Address of Reporting Person *

(First)

(Middle)

PROCTOR H PALMER JR

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

10% Owner

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

_X__ Director

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

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2. Issuer Name and Ticker or Trading

FIDELITY SOUTHERN CORP

3. Date of Earliest Transaction

Form 5 obligations may continue. See Instruction

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

Symbol

[LION]

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1(b).

(Last)

(Print or Type Responses)

3490 PIEDM(1550	ONT ROAD, SU	(Month/Da	•	isaction		_X_ Officer (give ti below)		r (specify			
	(Street)		Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
ATLANTA, O	GA 30305				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)	Execution Date, if any (Month/Day/Year)	Code	4. Securit on(A) or Dis (D) (Instr. 3, 4	sposed of	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)			
Fidelity Southern Corporation - Common Stock	04/08/2013		G V	10,996	D <u>Ш</u>	200,218.9187	D				
Fidelity Southern Corporation - Common Stock	04/08/2013		G V	4,231	A (1)	15,000.0599	I	By Spouse			
	04/08/2013		G V	2,255	A (1)	5,000.7327	I				

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	Fidelity Southern Corporatio - Common Stock								By H E Proctor		
	Fidelity Southern Corporatio - Common Stock		2013	G	V 2,255	A Δ	<u>n</u> 5,000.732	27 I	By S B Proctor		
	Fidelity Southern Corporation - Common Stock		2013	G	V 2,255	Α Δ	<u>1)</u> 5,000.732	27 I	By P3 Proctor		
	Fidelity Southern Corporation - Common Stock						19,630.35	5 I	By 401(k)		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)											
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
	1. Title of Derivative Conversion Security or Exercise (Instr. 3) Price of Derivative Security 3. Transaction (Month/Day/Y		3. Transaction Date (Month/Day/Year)		4. 5. TransactionNumber Code of (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
	Stock Option (Right to Buy)	\$9					12/21/2013 <u>(2)</u>	12/21/2017	Fidelity Southern Corporation - Common Stock	50,000	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

PROCTOR H PALMER JR
3490 PIEDMONT ROAD
SUITE 1550
ATLANTA, GA 30305

Relationships

Executive officer

Signatures

Barbara McNeill, Attorney in Fact for H. Palmer Proctor, Jr. 05/03/2013

**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) No price. Shares are gifts from the reporting person to family members.
- (2) 1/3 on 12/21/2013; 1/3 on 12/21/2014; 1/3 on 12/21/2015

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.

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