LAKELAND FINANCIAL CORP

Form 5

February 13, 2017

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer O'Neill Lisa M Symbol LAKELAND FINANCIAL CORP (Check all applicable) [LKFN] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director 10% Owner _ Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2016 EVP & CFO **264 EMS C29 LANE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) WARSAW, INÂ 46582 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Transaction Indirect Security (Month/Day/Year) Execution Date, if (A) or Disposed of (D) Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) Owned at end (D) or Ownership of Issuer's Indirect (I) (Instr. 4) Fiscal Year (Instr. 4) (A)

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

12/31/2016

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Common

Common

Stock

Stock

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Price

33.95

\$

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or

(D)

Â

Amount

282

Â

J(1)

Â

(Instr. 3 and

Ι

D

4)

373

5.250

(9-02)

SEC 2270

401(k)

Plan

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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)				7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (2)	\$ 0 (3)	Â	Â	Â	Â	Â	02/01/2017	02/01/2017(4)	Common Stock	7,140
Restricted Stock Units	\$ 0 (3)	Â	Â	Â	Â	Â	04/16/2017	04/16/2017(4)	Common Stock	4,500
Restricted Stock Units (2)	\$ 0 (3)	Â	Â	Â	Â	Â	02/01/2018	02/01/2018(4)	Common Stock	6,000
Restricted Stock Units (2)	\$ 0 (3)	Â	Â	Â	Â	Â	02/01/2019	02/01/2019(4)	Common Stock	6,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
<u>.</u>	Director	10% Owner	Officer	Other				
O'Neill Lisa M 264 EMS C29 LANE WARSAW, IN 46582	Â	Â	EVP & CFO	Â				

Signatures

Teresa A. Bartman, Attorney-in-Fact 02/13/2017

**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) Salary redirection to 401(k) plan for 2016.

Reporting Owners 2

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- (2) The Restricted Stock Units are subject to forfeiture based on corporate performance criteria.
- (3) Each Restricted Stock Unit exercises into 1 share of Common Stock.
- (4) Restricted Stock Unit awards are a conditional promise to transfer a share at a specific futurue date and do not have an expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.