

SENDELWECK KENNETH L

Form 4

February 17, 2011

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 *
SENDELWECK KENNETH L

2. Issuer Name and Ticker or Trading
Symbol
GERMAN AMERICAN
BANCORP, INC. [GABC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1337 COBBLESTONE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/16/2011

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
PRESIDENT - PRIVATE BKG & WM

JASPER, IN 47546

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (D)	Price	
Common Stock	02/16/2011		P		150	\$ 17.6387	45,830.4819 (1) (3) D
Common Stock	02/16/2011		P		100	\$ 17.63	45,930.4819 (1) (3) D
Common Stock	02/16/2011		P		150	\$ 17.6389	46,080.4819 (1) (3) D
Common Stock	02/16/2011		P		72	\$ 17.63	46,152.4819 (1) (3) D
Common Stock	02/16/2011		P		28	\$ 17.64	46,180.4819 (1) (3) D

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Common Stock	02/16/2011	P	100	A	\$ 17.605	46,280.4819 (1) (3)	D
Common Stock	02/16/2011	P	100	A	\$ 17.6285	46,380.4819 (1) (2) (3)	D

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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SENDELWECK KENNETH L 1337 COBBLESTONE JASPER, IN 47546	PRESIDENT - PRIVATE BKG & WM

Signatures

Kenneth L
Sendelweck 02/17/2011

__Signature of Date
Reporting Person

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) All shares purchased on 2-16-2011 were for Mr Sendelweck's grandchildren, for which he is custodian.

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(2) Column 5 includes 1,868.3220 shares held by Mr. Sendelweck as Custodian for his grandchildren.

(3) Includes shares acquired pursuant to German American Bancorp's Dividend Reinvestment Plan

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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