

S Y BANCORP INC  
Form 4  
August 08, 2008

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SMITH PHILLIP S

(Last) (First) (Middle)  
3106 OLD TAY BRIDGE  
(Street)

JEFFERSONVILLE, IN 47130

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
S Y BANCORP INC [SYBT]

3. Date of Earliest Transaction (Month/Day/Year)  
08/06/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 08/06/2008                           |  | S                              | 469 D   | \$ 21,708.7466<br>(1) 26.3038   | D  |   |
| Common Stock                    |                                      |  |                                |   | 13,248.6817   | I  | by 401k/ESOP-fbo Phillip Smith                        |

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

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SEC 1474 (9-02)

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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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  |                                |   | Date Exercisable      Expiration Date                    | Title      Amount or Number of Shares                         |
|  |  |                                      |  | Code   V   (A)   (D)           |   |  |   |
| Option (Right to Buy)                      | \$ 11.3989   |                                      |  |                                |   | 10/20/1999    04/20/2009                                 | Common Stock    5,460   |
| Option (Right to Buy)                      | \$ 10  |                                      |  |                                |   | 07/07/2000    01/07/2010                                 | Common Stock    5,460   |
| Option (Right to Buy)                      | \$ 9.8238  |                                      |  |                                |   | 06/21/2001    12/21/2010                                 | Common Stock    7,140   |
| Option (Right to Buy)                      | \$ 16  |                                      |  |                                |   | 06/27/2002    12/27/2011                                 | Common Stock    6,825   |
| Option (Right to Buy)                      | \$ 18.619  |                                      |  |                                |   | 06/17/2003    12/17/2012                                 | Common Stock    5,250   |
| Option (Right to Buy)                      | \$ 20.1714   |                                      |  |                                |   | 06/16/2004    12/16/2013                                 | Common Stock    4,725   |
| Option (Right to Buy)                      | \$ 22.8095   |                                      |  |                                |   | 12/14/2005    12/14/2014                                 | Common Stock    6,300   |
| Option (Right to Buy)                      | \$ 24.0667   |                                      |  |                                |   | 01/17/2007    01/17/2016                                 | Common Stock    8,400   |
| Option (Right to Buy)                      | \$ 26.83   |                                      |  |                                |   | 02/20/2008    02/20/2017                                 | Common Stock    5,000   |
| Stock Appreciation                         | \$ 23.37   |                                      |  |                                |   | 02/19/2009    02/19/2018                                 | Common Stock    3,100   |

