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LAKELAND FINANCIAL CORP

Form 4

November 01, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

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

1(b).

Stock

Stock

Common

(Print or Type Responses)

1. Name and Address of Reporting Person * FINDLAY DAVID M			2. Issuer Name and Ticker or Trading Symbol LAKELAND FINANCIAL CORP					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			[LKFN]					(Check all applicable)			
(Last) 2828 E. PRI				of Earliest Transaction /Day/Year) /2016				Director 10% Owner _X_ Officer (give title Other (specify below) President & CEO			
	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
				Filed(Month/Day/Year)				Applicable Line)			
WINONA I	LAKE, IN 46590							_X_ Form filed by Form filed by Person	One Reporting Pe More than One Re		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed o	of, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution any	emed on Date, if 'Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Dia (Instr. 3, 4)	sposed	of (D)	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	10/28/2016			M	15,000	A	\$0	117,975	D		
Common Stock	10/28/2016			S	8,200	D	\$ 36.5	109,775	D		
Common								21 732	T	401(k)	

21,732

3,000

Ι

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

Plan

By Spouse

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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 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. Transacti Code (Instr. 8)	Secu Acq or D (D)	urities uired (A) Disposed of tr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securition (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Stock Options (Right to Buy)	\$ 16.0333	10/28/2016		M		15,000	05/14/2013	05/14/2018	Common Stock	15,0
Restricted Stock Units (1)	\$ 0 (2)						02/01/2017	02/01/2017(3)	Common Stock	18,0
Restricted Stock Units (1)	\$ 0 (2)						02/01/2018	02/01/2018(3)	Common Stock	18,0
Restricted Stock Units (1)	\$ 0 (2)						02/01/2019	02/01/2019(3)	Common Stock	18,0

Reporting Owners

Reporting Owner Name / Address	Relationships						
rg	Director	10% Owner	Officer	Other			
FINDLAY DAVID M 2828 E. PRESTWICK RD WINONA LAKE, IN 46590			President & CEO				

Signatures

Teresa A. Bartman, Attorney-in-Fact

**Signature of Reporting Person Date

Reporting Owners 2

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

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