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FIDELITY SOUTHERN CORP

Form 5

Fidelity

Southern

Corporation - Common

12/31/2014

February 06, 2015

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 PROCTOR H PALMER JR Symbol FIDELITY SOUTHERN CORP (Check all applicable) [LION] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X_ Director 10% Owner _X__ Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2014 Executive officer 3490 PIEDMONT ROAD. SUITE 1550 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) ATLANTA, GAÂ 30305 _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 4. Securities Acquired (A) 5. Amount of 7. Nature 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if Transaction or Disposed of (D) Securities Ownership of Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned at end Direct (D) Ownership of Issuer's or Indirect (Instr. 4) (A) Fiscal Year (I) or (Instr. 3 and 4) (Instr. 4) (D) Price Amount **Fidelity** Southern 131.1281 By P3 6,093.3771 Corporation 12/31/2014 Â J A Ι (1) Proctor - Common Stock Â

J

131.1281

(1)

A

\$0

(1)

6,093.3771

I

1

By S B

Proctor

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Stock									
Fidelity Southern Corporation - Common Stock	12/31/2014	Â	J	131.1281 (1)	A	\$ 0 (1)	6,093.3771	I	By H E Proctor
Fidelity Southern Corporation - Common Stock	12/31/2014	Â	J	393.3285 (1)	A	\$ 0 (1)	17,277.889	I	By Spouse
Fidelity Southern Corporation - Common Stock	12/31/2014	Â	J	1,140.6568 (2)	A	\$ 0 (2)	21,744.3389	I	By 401(k)
Fidelity Southern Corporation - Common Stock	12/31/2014	Â	J	54,700 (3)	D	\$ 0 (<u>3)</u>	170,814.357	D	Â
Fidelity Southern Corporation - Common Stock	12/31/2014	Â	J	54,700 (3)	A	\$ 0 (3)	54,700	I	By Custody Account
Fidelity Southern Corporation - Common Stock	12/31/2014	Â	J	4,441.8033 (1)	A	\$ 0 (1)	170,814.357	D	Â
Fidelity Southern Corporation - Common Stock	12/31/2014	Â	J	925.237 (4)	A	\$ 0 (4)	170,814.357	D	Â
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.								nless	SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 2. 3. Transaction Date 3A. Deemed 4. Derivative Conversion Security or Exercise (Instr. 3) Price of 4. (Month/Day/Year) Execution Date, if Transaction Date is Execution Date, if Code (Month/Day/Year) (Instr. 8)	of (Month/Day/Year) Underlying Security D
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Derivative Securities (Instr. 3 and 4) Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) (A) (D) Date Expiration Title Amount Exercisable Date or Number of

O

 \mathbf{E}

Shares

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
PROCTOR H PALMER JR						
3490 PIEDMONT ROAD	ÂΧ	â	Executive officer	â		
SUITE 1550	АЛ	A	A Executive officer	A		
ATLANTA, GA 30305						

Signatures

Barbara McNeill, Attorney in Fact for H. Palmer Proctor, Jr. 02/06/2015

**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) Stock dividend and reinvested cash dividend shares received in the reporting year
- (2) Purchased at various times and prices in Fidelity Southern Corporation 401(k) during the reporting year
- (3) Adjustment
- (4) Dividend shares received and purchases made at various times and prices in the Fidelity Southern ESPP during the reporting year

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.

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