#### FIDELITY SOUTHERN CORP

Form 4

August 11, 2016

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287 January 31,

Expires: 2005

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**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

		•									
1. Name and Address of Reporting Person * SMITH RANKIN M JR  (Last) (First) (Middle)  3490 PIEDMONT ROAD, SUITE 1550			2. Issuer Name <b>and</b> Ticker or Trading Symbol FIDELITY SOUTHERN CORP [LION]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
			3. Date of Earliest Transaction (Month/Day/Year) 08/09/2016				Officer (give title	Other (spoelow)			
(Street) ATLANTA, GA 30305				4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
				Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
								Person			
	(City)	(State)	(Zip)	Table	I - Non-De	erivative Securities Acq	quired	, Disposed of, or E	Beneficially O	wned	
	1.Title of Security	2. Transaction (Month/Day/Y			3. Transactio	4. Securities Acquired on Disposed of (D)	(A)	5. Amount of Securities	6. Ownership	7. Nat of Ind	

(City)	(State) (Z	Table	I - Non-D	erivative S	ecurit	ies Acquirec	l, Disposed of, or E	Beneficially O	wned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price		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)		
Fidelity Southern Corporation - Common Stock	08/09/2016		S	1 2220 0220	` ,	\$ 17.5027	238,329.5719	D	
Fidelity Southern Corporation - Common Stock	08/09/2016		S	29,078	D	\$ 17.4176	209,251.5719	D	
	08/09/2016		S	0.0867	D	\$ 17.45	209,251.4852	D	

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Fidelity Southern Corporation - Common Stock			
Fidelity Southern Corporation - Common Stock	334	I	By Spouse
Fidelity Southern Corporation - Common Stock	6,305	I	By Trust

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

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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. Transactio Code (Instr. 8)	5. Dr.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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 15.56					01/23/2015(1)	01/23/2019	Fidelity Southern Corporation - Common Stock	6,000
Stock Option (Right to Buy)	\$ 17.87					01/21/2017(2)	01/21/2021	Fidelity Southern Corporation - Common Stock	10,000

Stock

(9-02)

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 Stock
 Fidelity

 Option \$16.82
 \$16.82
 03/19/2016
 03/19/2020
 Corporation 10,000

 (Right to Buy)
 - Common Stock
 - Stock

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

SMITH RANKIN M JR

3490 PIEDMONT ROAD
SUITE 1550

ATLANTA, GA 30305

## **Signatures**

Elna Kolarich, Attorney in Fact for Rankin M.
Smith, Jr.

08/11/2016

\*\*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) Exercisable: 1/3 on 1/23/2015; 1/3 on 1/23/2016; 1/3 on 1/23/2017
- (2) Exercisable: 1/3 on 1/21/2017; 1/3 on 1/21/2018; 1/3 on 1/21/2019
- (3) Exercisable: 1/3 on 3/19/16, 1/3 on 3/19/17, 1/3 on 3/19/18

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