

Choate William Millard  
Form 5  
February 14, 2019

**FORM 5**

**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).  
Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL 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

OMB  
Number: 3235-0362  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 1.0

1. Name and Address of Reporting Person \*  
Choate William Millard

(Last) (First) (Middle)

3490 PIEDMONT ROAD, SUITE  
1550

(Street)

ATLANTA, GA 30305

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
FIDELITY SOUTHERN CORP  
[LION]

3. Statement of Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/2018

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)

6. Individual or Joint/Group Reporting

(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<br>Security<br>(Instr. 3)                    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | (A)<br>or<br>(D) | Price       | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end of<br>Issuer's Fiscal<br>Year<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|----------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|------------------|-------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------|
| Fidelity<br>Southern<br>Corporation<br>- Common<br>Stock | 12/31/2018                              | Â                                                           | J4                                      | 1,167.3971                                                              | A                | \$ 0<br>(1) | 238,856.7199                                                                                                 | D                                                                          | Â                                                                 |
| Fidelity<br>Southern<br>Corporation<br>- Common          | Â                                       | Â                                                           | Â                                       | Â                                                                       | Â                | Â           | 0                                                                                                            | I                                                                          | By Family<br>Partnership                                          |

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Stock

Fidelity

Southern

Corporation - Common

Stock

By partnership

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

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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 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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    |                                | (A) (D)                                                                                 | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Stock Option (Right to Buy)                | \$ 17.87                                               | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 01/21/2017 <sup>(2)</sup> 01/21/2021                     | Fidelity Southern Corporation - Common Stock 10,000           |
| Stock Option (Right to Buy)                | \$ 22.91                                               | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 01/19/2018 <sup>(3)</sup> 01/19/2022                     | Fidelity Southern Corporation - Common Stock 10,000           |
| Stock Option (Right to Buy)                | \$ 23.75                                               | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 01/18/2019 <sup>(4)</sup> 01/18/2023                     | Fidelity Southern Corporation - Common Stock 10,000           |
| Stock Option (Right to Buy)                | \$ 16.82 <sup>(5)</sup>                                | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 03/19/2016 03/19/2020                                    | Fidelity Southern Corporation - Common Stock 10,000           |

## Reporting Owners

| Reporting Owner Name / Address                                                | Relationships                       |                          |                          |                          |
|-------------------------------------------------------------------------------|-------------------------------------|--------------------------|--------------------------|--------------------------|
|                                                                               | Director                            | 10% Owner                | Officer                  | Other                    |
| Choate William Millard<br>3490 PIEDMONT ROAD, SUITE 1550<br>ATLANTA, GA 30305 | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

## Signatures

Elna Kolarich, Attorney in Fact, Wm. Millard  
Choate 02/14/2019

\_\_\_\_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) Reinvested cash dividends received in the reporting year.
- (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 1/19/2018, 1/3 on 1/19/2019, 1/3 on 1/19/2020
- (4) Exercisable: 1/3 on 1/18/2019, 1/3 on 1/18/2020, 1/3 on 1/18/2021
- (5) Exercisable: 1/3 on 3/19/16, 1/3 on 3/19/17, 1/3 on 3/19/18

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