#### SMITH RANKIN M JR

Form 4

November 10, 2009

### FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box

**OMB APPROVAL** 

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obligations

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

| (Print or Type R  | esponses)                            |               |   |  |   |          |                    |   |  |   |  |
|---|--------------------------------------|---------------|---|--|---|----------|--------------------|---|--|---|--|
| 1. Name and Address of Reporting Person * SMITH RANKIN M JR |                                      |               | 2. Issuer Name and Ticker or Trading Symbol FIDELITY SOUTHERN CORP [LION] |  |   |          | 5. Relat<br>Issuer | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  |  |   |  |
| (Last) 3490 PIEDM 1550                                      | (First) (M                           | JITE          | 3. Date of (Month/Dath/Dath/D6/20   | -  | ransactionX_<br>below                                 |          |                    | Director  fficer (give title be   | 10% Own<br>Other (spe<br>llow)                           |   |  |
|   | Filed                                |               |   | 4. If Amendment, Date Original Filed(Month/Day/Year) |   |          |                    | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting |  |   |  |
| ATLANTA,  | GA 30305                             |               |   |  |   |          | Person             | ,   |  | 6   |  |
| (City)  | (State)                              | (Zip)         | Table   | I - Non-De   | erivative Secur                                       | ities Ac | quired, D          | isposed of, or Be   | neficially Ov  | wned  |  |
| 1.Title of<br>Security<br>(Instr. 3)                        | 2. Transaction Date (Month/Day/Year) | Execution any | emed<br>on Date, if<br>Day/Year)  | 3.<br>Transactic<br>Code<br>(Instr. 8)               | 4. Securities And Disposed of (Instr. 3, 4 and Amount | D)       | l (A) or           | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                      | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Fidelity<br>Southern<br>Corporation<br>- Common<br>Stock    | 11/06/2009                           | 11/10/2       | 2009  | P  | 1,343.4422  |          | \$<br>4.0921       | 27,214.094  | D  |   |  |
| Fidelity Southern Corporation - Common Stock                |                                      |               |   |  |   |          |                    | 298   | I  | By<br>Spouse  |  |

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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.

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5. 6. Date Exercisable and conNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |                     | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |  |  |  |
|---|--|---|--|--|---|---------------------|---|--|--|--|
|   |  |   |  | Code V                                 | (A) (D)   | Date<br>Exercisable | Expiration Date   | Title  | Amount<br>or<br>Number<br>of<br>Shares |  |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 0 (1)   |   |  |  |   | (2)                 | 12/16/2006(3)   | Fidelity<br>Southern<br>Corporation<br>- Common<br>Stock | 1,000                                  |  |

# **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |  |  |  |
|--|---------------|-----------|---------|-------|--|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |  |
| SMITH RANKIN M JR<br>3490 PIEDMONT ROAD<br>SUITE 1550<br>ATLANTA, GA 30305 | X             |           |         |       |  |  |  |

## **Signatures**

By: Barbara McNeill, Attorney in Fact 11/10/2009

\*\*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) Multiple prices

Reporting Owners 2

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- (2) Depends on variable vesting schedule
- (3) Grant expires 7/22/2013

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.