#### Edgar Filing: FIDELITY SOUTHERN CORP - Form 4

#### FIDELITY SOUTHERN CORP

Form 4

August 02, 2006

# FORM 4

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

Check this box if no longer

subject to Form 4 or

Section 16. Form 5

obligations may continue.

See Instruction

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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \*

PROCTOR H PALMER JR

2. Issuer Name and Ticker or Trading Symbol

FIDELITY SOUTHERN CORP [LION]

(Last) (First)

(Middle)

(Zip)

(Month/Day/Year) 08/01/2006

3490 PIEDMONT ROAD, SUITE 1550

(Street)

Filed(Month/Day/Year)

4. If Amendment, Date Original

3. Date of Earliest Transaction

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6.

D

5. Relationship of Reporting Person(s) to

(Check all applicable)

**Executive Officer** 

10% Owner

Other (specify

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

\_X\_\_ Director

X\_ Officer (give title

ATLANTA, GA 30305

(City)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(State)

(Month/Day/Year)

3. Code (Instr. 8)

M

TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

2,000

(A)

Α

4. Securities

Securities Beneficially Owned Following Reported

5. Amount of

Ownership (D) or Indirect (I) (Instr. 4)

Indirect Form: Direct Beneficial Ownership (Instr. 4)

7. Nature of

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Transaction(s)

or (Instr. 3 and 4) Code V Amount (D) Price

\$0

**Fidelity** 

Southern

Corporation -08/01/2006

Common

**Fidelity** Southern

Stock

Corporation -

Common Stock

2,829.561

43,118.1816

I

By 401(k)

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

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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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	4. 5. Number 6. Date Exercisable and Fransaction of Derivative Expiration Date		7. Title and Amount of Underlying Securities		
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day.		(Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	Ш	08/01/2006		M	2,000	<u>(2)</u>	12/16/2006	Fidelity Southern Corporation - Common Stock	2,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
PROCTOR H PALMER JR							
3490 PIEDMONT ROAD	X		Executive Officer				

SUITE 1550 ATLANTA, GA 30305

### **Signatures**

By: Barbara McNeill, Attorney in Fact 08/02/2006

\*\*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) Exercise on August 1, 2006 of Stock Option granted 4/24/02 for 10,000 shares vesting 20% per year at \$10.75 per share.
- (2) April 24, 2006

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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