

SHEPHERD W CLYDE III
 Form 4
 April 09, 2019

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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. Name and Address of Reporting Person *
 SHEPHERD W CLYDE III

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 3490 PIEDMONT ROAD, SUITE 1550
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/14/2019

Director 10% Owner
 Officer (give title below) Other (specify below)

ATLANTA, GA 30305

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V	Amount	(D)	Price
Fidelity Southern Corporation - Common Stock	02/14/2019		J	V	621.9892	A	\$ 30.96
					325,499.0907	D	
Fidelity Southern Corporation - Common Stock	02/14/2019		J	V	49.8943	A	\$ 30.96
					325,548.985	D	
	04/05/2019		A			A	325,948.5977
						D	

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Fidelity Southern Corporation - Common Stock				399.6127		\$				
				<u>(1)</u>			28.146			
Fidelity Southern Corporation - Common Stock	04/05/2019		P	426.3483	A	\$	28.146	326,374.946	D	
Fidelity Southern Corporation - Common Stock								2,078	I	By Child - Wm Clyde S Shepherd
Fidelity Southern Corporation - Common Stock								0	I	By Custodian For Child
Fidelity Southern Corporation - Common Stock								39,998	I	By Family Foundation
Fidelity Southern Corporation - Common Stock								5,784	I	By Family Partnership

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

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(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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3,
4, and 5)

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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHEPHERD W CLYDE III 3490 PIEDMONT ROAD SUITE 1550 ATLANTA, GA 30305	X			

Signatures

Elna Kolarich, Attorney in Fact for W. Clyde Shepherd III
 04/09/2019

__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) Shares awarded for service as a Director during the previous quarter.

(2) Exercisable: 1/3 on 1/21/2017; 1/3 on 1/21/2018; 1/3 on 1/21/2019

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(3) Exercisable 1/3 on 1/18/2019, 1/3 on 1/18/2020, 1/3 on 1/18/2021

(4) Exercisable 1/3 on 1/19/2018, 1/3 on 1/19/2019, 1/3 on 1/19/2020

(5) 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.

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