

FIDELITY SOUTHERN CORP

Form 5

February 13, 2017

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: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
MILLER JAMES B JR

(Last) (First) (Middle)

3490 PIEDMONT ROAD, SUITE
1550

(Street)

ATLANTA, GA 30305

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
SymbolFIDELITY SOUTHERN CORP
[LION]3. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20164. 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)

Chairman / Executive Officer

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 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Fidelity Southern Corporation - Common Stock	12/31/2016	Â	J	6,735.7235	A	\$ 0 ⁽¹⁾	253,179.0809	I	By Shares Held By Ltd Partnership
Fidelity Southern Corporation - Common	12/31/2016	Â	J	3,069.908	A	\$ 0 ⁽¹⁾	109,524.5062	I	By Trust - Spouse Estate

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Stock

Fidelity Southern Corporation - Common Stock	12/31/2016	Â	J	321.6653	A	\$ 0 (1)	12,778.0108	I	By Grandchild - N.p. Miller
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Fidelity Southern Corporation - Common Stock	12/31/2016	Â	J	26.6874	D	\$ 0 (2)	830.3126	I	By 401(k)
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Fidelity Southern Corporation - Common Stock	Â	Â	Â	Â	Â	Â	2,749,553	D	Â
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Fidelity Southern Corporation - Common Stock	Â	Â	Â	Â	Â	Â	247,671.74	I	By Trust - Family
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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.

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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) (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)
Stock Option (Right to Buy)	\$ 9	Â	Â	Â	Â Â	<div> Date Exercisable </div> <div> Expiration Date </div>	<div> Title </div> <div> Amount or Number of Shares </div>
						<div> 12/21/2013⁽³⁾ </div> <div> 12/21/2017 </div>	<div> Fidelity Southern Corporation - Common Stock </div> <div> 50,000 </div>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER JAMES B JR 3490 PIEDMONT ROAD SUITE 1550 ATLANTA, GA 30305	X	X	Chairman	Executive Officer

Signatures

Barbara McNeill, Attorney in Fact for James B.
Miller, Jr.

02/13/2017

____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 dividend shares received during the reporting year.
- (2) Reallocation of 401(k) assets during the reporting year
- (3) 16,667 on 12/21/2013; 16,666 on 12/21/2014; 16,666 on 12/21/2015

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