Pruitt Kristin Form 4 February 06, 2013

FORM 4

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

OMB APPROVAL OMB

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

Common

Common

Common

Stock

Stock

Stock

02/04/2013

02/04/2013

1. Name and Address of Reporting Person * Pruitt Kristin	2. Issuer Name and Ticker or Trading Symbol LAKELAND FINANCIAL CORP [LKFN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 52041 CARDING MILL CT	3. Date of Earliest Transaction (Month/Day/Year) 02/04/2013	Director 10% Owner X Officer (give title Other (specify below) Senior Vice President			
(Street)	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			
GRANGER, IN 46530		Form filed by More than One Reporting Person			
(City) (State) (Zip)	Table I - Non-Derivative Securities Acq	quired, Disposed of, or Beneficially Owned			
(Instr. 3) any	emed 3. 4. Securities Acquired on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) /Day/Year) (Instr. 8) (A) or Code V Amount (D) Price	5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)			

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

M

S

2,440

901

Α

D

\$0

24.74

2,640

1,739

2,207

D

D

Ι

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401(k)

Plan

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivativ Security (Instr. 3)	ve	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. Number out 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)	
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
Restric Stock Units (1		\$ 0 (2)	02/04/2013		M			2,440	02/01/2013	02/01/2013(3)	Common Stock	2,440 (4)
Restric Stock Units (1		\$ 0 (2)							02/01/2015	02/01/2015(3)	Common Stock	3,000
Restric Stock Units (1		\$ 0 (2)							02/01/2014	02/01/2014(3)	Common Stock	3,000
Restric Stock Units (1		\$ 0 (2)							02/01/2016	02/01/2016(3)	Common Stock	3,000
Stock Option (Right Buy)		\$ 24.05							05/14/2013	05/14/2018	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting 6 wher runte, runteess	Director	10% Owner	Officer	Other			
Pruitt Kristin 52041 CARDING MILL CT GRANGER, IN 46530			Senior Vice President				

Signatures

Teresa A. Bartman,	02/06/2013		
Attorney-in-Fact			
**Signature of Reporting Person	Date		

Reporting Owners 2

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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) The Restricted Stock Units are subject to forfeiture based on corporate performance criteria.
- (2) Each Restricted Stock Unit exercises into 1 share of Common Stock.
- (3) Restricted Stock Unit awards are a conditional promise to transfer a share at a specific futurue date and do not have an expiration date.
- (4) Shares adjusted due to performance criteria.

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.