

DAVIS J KIMBROUGH
Form 4
December 21, 2017

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 *
DAVIS J KIMBROUGH

2. Issuer Name and Ticker or Trading Symbol
CAPITAL CITY BANK GROUP INC [CCBG]

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

(Last) (First) (Middle)
217 N. MONROE STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/04/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP & CFO

TALLAHASSEE, FL 32302
(City) (State) (Zip)

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

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 | (A) or (D) | Price |
| Common Stock | | | | | 45,512.639 (1) | D | |
| Common Stock | | | | | 31,594.845 (2) | I | Joint with Wife |
| Common Stock | | | | | 4,446.897 (3) | I | 401(k) Plan |
| Common Stock | | | | | 6,815.176 (4) | I | Wife's IRA |
| Common Stock | 12/04/2017 | | J ⁽⁵⁾ | V | 461.412 | D | \$ 0 0 |
| | | | | | | I | Custodian-Allison |

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| | | | | | | | | | |
|--------------|------------|------------------|---|---------|---|------|--------------------------|---|------------------|
| Common Stock | 12/04/2017 | J ⁽⁵⁾ | V | 461.412 | D | \$ 0 | 0 | I | Custodian-Amanda |
| Common Stock | 12/04/2017 | J ⁽⁵⁾ | V | 461.412 | D | \$ 0 | 0 | I | Custoidan-Andrew |
| Common Stock | | | | | | | 6,302.296 ⁽⁶⁾ | I | JKD-IRA |
| Common Stock | | | | | | | 9.6 ⁽⁷⁾ | I | Wife-Connie |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| DAVIS J KIMBROUGH 217 N. MONROE STREET TALLAHASSEE, FL 32302 | | | EVP & CFO | |

Signatures

/s/ John K. Davis
12/20/2017

**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) Includes 363.331 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (2) Includes 103.473 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (3) Represents -2.329 shares for administrative fees.
- (4) Includes 55.390 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (5) Represents a distribution of shares held by the reporting person, as custodian under the Uniform Gifts to Minors Act, to the beneficiary, which distribution is exempt pursuant to Rule 16a-13.
- (6) Includes 51.220 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (7) Includes 0.080 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).

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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