FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. 20549 |
|-------------|------------|
|-------------|------------|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APP | ROVAL |
|---------------------|-----------|
| OMB Number: | 3235-0287 |
| Estimated average b | urden |
| hours nor resnance: | 0.5 |

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* O'Neill Lisa M | | | | | 2. Issuer Name and Ticker or Trading Symbol LAKELAND FINANCIAL CORP [LKFN] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director Director Officer (give title Other (specify | | | | | | |
|---|---|--------------------------|-------------------|-----------------------|--|---|---|--------------------------------------|---|--|--|---|---|--|--|---|--|--|--|--|
| (Last) 264 EMS | (F S C29 LAN | • | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 01/01/2017 | | | | | | | | | below) | (give title | & CF | below) | ьреспу | |
| (Street) WARSA | W II | IN 46582 | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| (City) | (S | state) | (Zip) | | | | | | | | | | | | Person | | | | | |
| | | | ole I - Non | | | | | | | Disp | 1 | | | | | | | 1 | | |
| Date | | | | Date | ansaction th/Day/Year) | | 2A. Deemed Execution Da if any (Month/Day/ | | te, Transa Code (| 3. Transaction Code (Instr. 8) | | | | | 5. Amount of Securities Beneficially Owned Following | | Form (D) o | n: Direct r Indirect istr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Pric | е | Reported Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | |
| Common | Stock | | | | | | | | | | | | | | 5,2 | 250 | | D | | |
| Common Stock | | | | | | | | | | | | | | 91 | | I | | 401(k) Plan | | |
| | | | Table II - I (| | | | | | quired, D ts, option | | | | | | wned | | | | | |
| 1. Title of | 1. Title of Derivative Conversion Date (Month/Day/Year) if any | | | | | | | | | 7. Title and Amount of Securities Underlying Derivative Sect (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | | | Beneficial Ownership t (Instr. 4) | | | |
| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative | Date | Execution D | ate, Ti | Transa Code (I | | of Deriva Securi Acquir (A) or Dispos of (D) (Instr. | itive ities red sed 3, 4 | 6. Date Exe Expiration I (Month/Day | Date | | Amount of Securities Underlying Derivative | f g Secur | E | Derivative Security | derivative Securities Beneficia Owned Following Reported Transacti | e s ally g | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect Beneficial Ownership (Instr. 4) | |
| Security | Conversion or Exercise Price of Derivative | Date | Execution D | rate, Ti C Year) 8 | Transa Code (I | | of Deriva Securi Acquir (A) or Dispos of (D) (Instr. | itive ities red sed 3, 4 | Expiration [| Date /Year) | piration | Amount of Securities Underlying Derivative | f g Secur | unt | Derivative Security | derivative Securities Beneficia Owned Following Reported Transacti | e s ally g | Ownership Form: Direct (D) or Indirect | of Indirect Beneficial Ownership (Instr. 4) | |
| Security | Conversion or Exercise Price of Derivative | Date | Execution D | rate, Ti C Year) 8 | Transa Code (I | Instr. | of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5) | ative ities red sed 3, 4 | Expiration I (Month/Day | Exp Da | piration | Amount o Securities Underlyin Derivative (Instr. 3 ar | Secur Secur ad 4) Amou or Numb of | unt ber | Derivative Security | derivative Securities Beneficia Owned Following Reported Transacti | e s ally g l ion(s) | Ownership Form: Direct (D) or Indirect | of Indirect Beneficial Ownership (Instr. 4) | |
| Restricted Stock | Conversion or Exercise Price of Derivative Security | Date (Month/Day/Year) | Execution D | rate, Ti C Year) 8 | Code (I | Instr. | of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5) | ative ities red sed 3, 4 | Expiration I (Month/Day | Exp Date 02/ | piration te | Amount o Securities Underlyin Derivative (Instr. 3 ar | Amou or Numb of Share | unt ber es | Derivative Security (Instr. 5) | derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4) | e s s s s s s s s s s s s s s s s s s s | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect Beneficial Ownership (Instr. 4) | |
| Restricted Stock Units(1) Restricted Stock Stock Units(1) | Conversion or Exercise Price of Derivative Security | Date (Month/Day/Year) | Execution D | rate, Ti C Year) 8 | Code (I | Instr. | of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5) | ative ities red sed 3, 4 | Expiration I (Month/Day Date Exercisable | Exp Da: 02/ | piration te '01/2020 ⁽³⁾ | Amount o Securities Underlyinin Derivative (Instr. 3 ar | Amou or Numb of Share | unt beer ees | Derivative Security (Instr. 5) | derivative Securities Beneficial Owned Following Reported Transacti (Instr. 4) | e e s silly g i i i i i i i i i i i i i i i i i i | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect Beneficial Ownership (Instr. 4) | |
| Restricted Stock Units(1) Restricted Stock Units(1) Restricted Stock Units(1) | Conversion or Exercise Price of Derivative Security \$0^{(2)} | Date (Month/Day/Year) | Execution D | rate, Ti C Year) 8 | Code (I | Instr. | of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5) | ative ities red sed 3, 4 | Date Exercisable 02/01/2020 | Expression of the control of the con | piration te 01/2020 ⁽³⁾ 01/2017 ⁽³⁾ | Amount o Securities Underlyinin Derivative (Instr. 3 ar Title Common Stock Common Stock | Amou or Numb of Share | unt beer ees | Derivative Security (Instr. 5) | derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4) | e s s s s s s s s s s s s s s s s s s s | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect Beneficial Ownership (Instr. 4) | |

Explanation of Responses:

- 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.

Teresa A. Bartman, Attorney-01/03/2017 in-Fact

** Signature of Reporting Person

Date

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

- * 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).

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

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 Number.