| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL | | | | | | |
|--------------------------|-----|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | |
| Estimated average burden | | | | | | |
| hours per response: | 0.5 | | | | | |

| 1. Name and Address of Reporting Person* WELCH M SCOTT | | | 2. Issuer Name and Ticker or Trading Symbol LAKELAND FINANCIAL CORP [LKFN] | | ationship of Reporting Person(s) to Issuer (all applicable) Director 10% Owner | | |
|---|---------|----------|--|---|--|-----------------------|--|
| | | | | | Director | 10% Owner | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/05/2020 | | Officer (give title below) | Other (specify below) | |
| 6 LONGWOOD | COURT | | | | | | |
| , | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable | | | |
| (Street) | | | | Line) | | | |
| ELKHART | IN | 46516 | | X | Form filed by One Report | ing Person | |
| | | | | | Form filed by More than C Person | One Reporting | |
| (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) | Transaction Code (Instr. | | | | | 5. Amount of Securities Beneficially Owned Following Reported | ecurities Form: Direct eneficially (D) or Indirect wned Following (I) (Instr. 4) | |
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | | | | | | | | 2,557 | D | |
| Common Stock | | | | | | | | 29,000 | I | By Corporation |
| Common Stock | | | | | | | | 29,000 | Ι | By LLP |
| Common Stock | | | | | | | | 157,486 | Ι | By Spouse |

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) | Transaction Code (Instr. 8) Securities Acquired (A) or Disposed of (D) | | Transaction Code (Instr. | | Execution Date, Transa | | Derivative (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 | | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 | | Expiration Date | | 7. Title and Amount o Securities Underlyin Derivative (Instr. 3 ar | f g Security | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | | | | | | | |
| Phantom Stock | (1) | 02/05/2020 | | Α | | 300 | | (2) | (3) | Common Stock | 300 | \$48.2122 | 48,413 | D | | | | | | | |

Explanation of Responses:

1. Each phantom stock unit exersises into 1 share of Common Stock.

2. Phantom stock is exercisable after the directors' retirement as a Board member.

3. Phantom shares expire after the directors' retirement as a Board member.

| Teresa A. Bartman | <u>, Attorney-</u> | |
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| in-Fact | - | |

02/06/2020

** 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.