SEC Form 5

FORM 5

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.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 **ANNUAL STATEMENT OF CHANGES IN BENEFICIAL**

OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section	n 16(a) of the	Securities Exchange	Act of 1934
or Contine 20(b)	of the low cetor	ant Compony Act of	1040

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	OMB Number:	3235-0362
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	hours per response:	1.0

Form -	4 Transactions	Reported.	F						curities Excha t Company Ac			4							
1. Name and Address of Reporting Person [*] SMITH CHARLES D					2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) LAKELAND FINANCIAL CORP 10% Owner														
(Last) 1902 N.	(F BAY DR.	irst)	(Middle)		3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2009							:	below)	er (give title w) Executive Vice p		belo	Other (specify below) resident		
(Street) WARSA			46580	4. If Ame	4. If Amendment, Date of Original Filed (Month/Day/Year)								e) <mark>X</mark> Form f	Joint/Group Filing (Check Applicable filed by One Reporting Person filed by More than One Reporting n					
(City)	(S		(Zip)				Acardia		Dianaaad	<u></u>	Dam	ficial							
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any		e, Transaction Code (Instr.					Of 5. Amount of Securities Beneficially		6. Ownership Form: Direc							
			(Month/Day	(Month/Day/Year)		8)		Amount		Price		Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)		(D) or Indirect (I) (Instr. 4)		Ownership (Instr. 4)			
		12/31/2009				J ⁽¹⁾		4,405	Α	\$1	9.35	78,743		Ι		401(k) Plan		
Common Stock												668.517		D					
Common Stock													591.8167		I		By Spouse		
			Table II - Deriv (e.g.,						isposed o s, convert				Owned						
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)	of Deriv Secu Acqu (A) o Disp of (D	Expirati erivative ccurites cquired) or sposed (D) nstr. 3, 4		Expiration Date (Month/Day/Year)		Amo Secu Unde Deriv	7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numl derivati Securiti Benefic Owned Followi Reporte Transac (Instr. 4	ve ies ially ng ed ction(s)	e Ownersh s Form: lly Direct (D or Indire g (I) (Instr.) Beneficial Ownershi ct (Instr. 4)	
					(A)	(D)	Date Exercis	sable	Expiration Date	Title		Amount or Number of Shares							
Restricted Stock Units ⁽³⁾	\$0						03/15/2	2012	03/15/2012 ⁽²		Common Stock			4,000		D			
Stock Options (Right to Buy)	\$6.75						06/13/2	2005	06/13/2010	Com Sto		6,000		6,0	00	D			
Stock Options (Right to Buy)	\$6.8125						01/09/2	2006	01/09/2011	Com Sto		10,000		10,0	000	D			
Stock Options (Right to	\$8.125						12/11/2	2006	12/11/2011	Com	mon	4,000		4,0	00	D			

Explanation of Responses:

Buy) Stock Options

(Right to

Buy)

1. Salary redirection to 401(k) plan for 2009.

\$17.185

2. Restricted Stock Unit awards are a conditional promise to transfer a share at a specific futurue date and do not have an expiration date.

3. The Restricted Stock Units are subject to forfeiture based on corporate performance criteria.

Teresa A. Bartman, Attorneyin-Fact

10.000

Common

Stock

12/09/2013

** Signature of Reporting Person

02/12/2010

10,000

D

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.

12/09/2008