| SEC Form 4 | 1 |
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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

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

Estimated average burden hours per response: 0.5

| 1. Name and Address of Reporting Person <sup>*</sup><br>Steiner Jonathan P |  |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>LAKELAND FINANCIAL CORP</u> [ LKFN ] |                        | ionship of Reporting Perso<br>all applicable)<br>Director<br>Officer (city title  | 10% Owner                          |  |
|--|--|--|--|------------------------|---|------------------------------------|--|
| (Last)<br>LAKELAND FI<br>P.O. BOX 1387                                     | (First) (Middle)<br>D FINANCIAL CORPORATION<br>387 |  | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/06/2018                             | Х                      | Officer (give title<br>below)<br>Senior Vice Pre  | Other (specify<br>below)<br>sident |  |
| (Street)<br>WARSAW IN 46581-1387<br>(City) (State) (Zip)                   |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                   | 6. Indiv<br>Line)<br>X | vidual or Joint/Group Filing (Check Applicable<br>Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |                                    |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

|                                 | •  | ,   | • • • |   |        |               |   |   |   |                |
|---------------------------------|--|---|-------|---|--------|---------------|---|---|---|----------------|
| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |       | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5)<br>(Instr. |        |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                |
|                                 |  |   | Code  | v   | Amount | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)                                |   | (1150.4)       |
| Common Stock                    | 02/06/2018                                 |   | S     |   | 360    | D             | \$45.9525   | 6,600   | D   |                |
| Common Stock                    | 02/06/2018                                 |   | S     |   | 1,125  | D             | \$45.9275   | 5,475   | D   |                |
| Common Stock                    | 02/06/2018                                 |   | S     |   | 275    | D             | \$45.87   | 5,200   | D   |                |
| Common Stock                    | 02/06/2018                                 |   | S     |   | 100    | D             | \$45.86   | 5,100   | D   |                |
| Common Stock                    | 02/06/2018                                 |   | S     |   | 100    | D             | \$45.85   | 5,000   | D   |                |
| Common Stock                    |  |   |       |   |        |               |   | 5,054   | I   | 401(k)<br>Plan |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv<br>Secu<br>Acqu<br>(A) o<br>Dispe<br>of (D) | r<br>osed<br>)<br>r. 3, 4 | Expiration Date<br>(Month/Day/Year)<br>ed<br>ed |                           | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|---|---------------------------|---|---------------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)   | (D)                       | Date<br>Exercisable                             | Expiration<br>Date        | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Restricted<br>Stock<br>Units <sup>(1)</sup>         | \$0 <sup>(2)</sup>  |  |   |                              |   |   |                           | 02/01/2019                                      | 02/01/2019 <sup>(3)</sup> | Common<br>Stock  | 4,500                                  |   | 4,500  | D  |  |
| Restricted<br>Stock<br>Units <sup>(1)</sup>         | \$0 <sup>(2)</sup>  |  |   |                              |   |   |                           | 02/01/2020                                      | 02/01/2020 <sup>(3)</sup> | Common<br>Stock  | 4,050                                  |   | 4,050  | D  |  |
| Restricted<br>Stock<br>Units <sup>(1)</sup>         | \$0 <sup>(2)</sup>  |  |   |                              |   |   |                           | 02/01/2021                                      | 02/01/2021 <sup>(3)</sup> | Common<br>Stock  | 4,050                                  |   | 4,050  | D  |  |

**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-

in-Fact

02/07/2018

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.