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

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

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

1. Name and Address of Reporting Person* <u>Ottinger Eric H</u>						2. Issuer Name and Ticker or Trading Symbol LAKELAND FINANCIAL CORP [ LKFN ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle)  LAKELAND FINANCIAL CORPORATION							3. Date of Earliest Transaction (Month/Day/Year) 02/01/2019									give title Other (specify below) ecutive Vice President			pecify
P.O. BOX 1387  Street)  WARSAW IN 46581-1387  (City) (State) (Zip)														6. Ind Line)	·				
	`	Ta	able I - Noi	n-Deriv	ati	ve S	ecurit	ies Ad	cquir	ed,	Disi	posed of	, or Ben	eficially	Owned				
1. Title of Security (Instr. 3)  2. Trans Date (Month/					actio	on	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Tr Co	3. Transaction Code (Instr.			es Acquired	(A) or	5. Amoun Securities Beneficial Owned Fo	i Ily	6. Ownership Form: Direct (D) or Indirec (I) (Instr. 4)	Direct I Indirect E tr. 4)	7. Nature of Indirect Beneficial Ownership
										ode	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			[	Instr. 4)
Common Stock 02/0						1/2019				M		8,520	A	\$0	33,020			D	
Common Stock 02/0.					1/2019					F		3,744	D	\$45.32	29,276			D	
Common Stock															2,5	69			401)k) Plan
			Table II -						-	-	-	osed of, o		-	wned				<u>'</u>
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/Y	′   Co	e, Transactio		5. Num Deriva Securi Acquir or Disp of (D) 3, 4 an	6. Date Exercisab Expiration Date (Month/Day/Year)			of Securities		es g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Co	de	v	(A)	(D)	Date Exerc	ite ercisable		kpiration ate	Title	Amount or Number of Shares		Transact (Instr. 4)			
Restricted Stock Units <sup>(1)</sup>	\$0 <sup>(2)</sup>	02/01/2019		N	1			8,520	02/01	1/2019	02	2/01/2019 <sup>(3)</sup>	Common Stock	8,520(4)	\$0	0		D	
Restricted Stock Units <sup>(1)</sup>	\$0 <sup>(2)</sup>	02/05/2019		A			6,500		02/01	1/2022	02	2/01/2022 <sup>(3)</sup>	Common Stock	6,500	\$0	6,50	0	D	
Restricted Stock Units <sup>(1)</sup>	\$0 <sup>(2)</sup>								02/01	1/2020	02	2/01/2020 <sup>(3)</sup>	Common Stock	5,400		5,40	0	D	
Restricted Stock	\$0 <sup>(2)</sup>								02/01	1/2021	02	2/01/2021 <sup>(3)</sup>	Common	6,500		6,50	0	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.
- 4. Shares adjusted due to performance criteria.

Teresa A. Bartman, Attorney-in-02/05/2019 **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.