

CAPITAL CITY BANK GROUP INC  
 Form 4  
 January 14, 2015

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**DAVIS J KIMBROUGH**

2. Issuer Name and Ticker or Trading Symbol  
**CAPITAL CITY BANK GROUP INC [CCBG]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 01/12/2015

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
**CHIEF FINANCIAL OFFICER**

C/O CAPITAL CITY BANK GROUP INC, 217 NORTH MONROE STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

TALLAHASSEE, FL 32301

(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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)			
			Code	V	Amount or Price					
Common Stock	01/12/2015		A		4,863 (1)	A	\$ 0	35,378.024 (2)	D	
Common stock								31,262.393 (3)	I	Joint with wife
Common Stock								4,391.113 (4)	I	401(k)
Common stock								6,633.697 (5)	I	Wife's IRA
								449.085 (6)	I	

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Common Stock							Custodian - Allison
Common Stock				449.085 <sup>(6)</sup>	I		Custodian - Amanda
Common Stock				449.085 <sup>(6)</sup>	I		Custodian - Andrew
Common Stock				6,134.477 <sup>(7)</sup>	I		JKD - IRA
Common Stock				9.342 <sup>(8)</sup>	I		Wife - Connie

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

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(9-02)

**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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
DAVIS J KIMBROUGH C/O CAPITAL CITY BANK GROUP INC 217 NORTH MONROE STREET TALLAHASSEE, FL 32301	CHIEF FINANCIAL OFFICER

## Signatures

/s/ J. Kimbrough  
Davis

01/13/2015

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) Shares granted to the reporting person under the Registrant's stock-based Incentive Plan.

Includes 102 shares purchased under the Registrant's Associate Stock Purchase Plan for 2014. These shares were exempt from the

(2) reporting and short-swing liability provisions of Section 16 pursuant to rule 16b-3 promulgated thereunder and 191.350 shares acquired through the reinvestment of dividends.

(3) Includes 76 shares acquired through the reinvestment of dividends.

(4) Includes 0.457 shares acquired through the Registrant's 401(k) Plan. The information in this report is based on a plan statement dated December 31, 2014..

(5) Includes 42.022 shares acquired through the reinvestment of dividends.

(6) Includes 2.824 shares acquired through the reinvestment of dividends.

(7) Includes 38.860 shares acquired through the reinvestment of dividends.

(8) Includes 0.060 shares acquired through the reinvestment of dividends.

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

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