

S Y BANCORP INC

Form 4

December 04, 2013

**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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HEINTZMAN DAVID P**

(Last) (First) (Middle)

3019 POPPY WAY

(Street)

LOUISVILLE, KY 40206

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**S Y BANCORP INC [SYBT]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/02/2013

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Chairman &amp; CEO

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

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 10/30/2013                              |                                                             | G                                    | V 320                                                                   | D <u>(2)</u> 99,499                                                                                                | D                                                                       |                                                                   |
| Common<br>Stock                       | 11/27/2013                              |                                                             | G                                    | V 95                                                                    | D <u>(2)</u> 99,404                                                                                                | D                                                                       |                                                                   |
| Common<br>Stock                       | 12/02/2013                              |                                                             | M                                    | 1,300                                                                   | A <u>(1)</u> 100,704                                                                                               | D                                                                       |                                                                   |
| Common<br>Stock                       | 12/02/2013                              |                                                             | S                                    | 1,300                                                                   | D \$ 32.8062 99,404                                                                                                | D                                                                       |                                                                   |
| Common<br>Stock                       | 12/03/2013                              |                                                             | M                                    | 3,700                                                                   | A <u>(1)</u> 103,104                                                                                               | D                                                                       |                                                                   |

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|                 |            |   |       |   |               |             |   |                                            |
|-----------------|------------|---|-------|---|---------------|-------------|---|--------------------------------------------|
| Common<br>Stock | 12/03/2013 | S | 3,700 | D | \$<br>32.1162 | 99,404      | D |                                            |
| Common<br>Stock |            |   |       |   |               | 21,499.4887 | I | By<br>401k/ESOP<br>- fbo David<br>Heintman |
| Common<br>Stock |            |   |       |   |               | 4,041       | I | By Spouse                                  |

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

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SEC 1474  
(9-02)

**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 Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |                 |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------|-----------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                       | Date<br>Exercisable                                            | Expiration<br>Date                                               | Title           |
| Option<br>(Right to<br>Buy)                         | \$ 22.8095                                                            | 12/02/2013                              |                                                             | M                                       | 1,300                                                                                                           | 06/14/2005                                                     | 12/14/2014                                                       | Common<br>Stock |
| Option<br>(Right to<br>Buy)                         | \$ 22.8095                                                            | 12/03/2013                              |                                                             | M                                       | 3,700                                                                                                           | 06/14/2005                                                     | 12/14/2014                                                       | Common<br>Stock |
| Option<br>(Right to<br>Buy)                         | \$ 24.0667                                                            |                                         |                                                             |                                         |                                                                                                                 | 07/17/2006                                                     | 01/17/2016                                                       | Common<br>Stock |
| Option<br>(Right to<br>Buy)                         | \$ 26.83                                                              |                                         |                                                             |                                         |                                                                                                                 | 08/20/2007                                                     | 02/20/2017                                                       | Common<br>Stock |
| Stock<br>Appreciation<br>Right                      | \$ 23.37                                                              |                                         |                                                             |                                         |                                                                                                                 | 08/19/2008                                                     | 02/19/2018                                                       | Common<br>Stock |
| Stock<br>Appreciation                               | \$ 22.14                                                              |                                         |                                                             |                                         |                                                                                                                 | 02/17/2010                                                     | 02/17/2019                                                       | Common<br>Stock |

Right

Stock

Appreciation \$ 21.03

Right

02/16/2011 02/16/2020

Common  
Stock

17,55

Stock

Appreciation \$ 23.76

Right

03/15/2012 03/15/2021

Common  
Stock

14,38

Stock

Appreciation \$ 22.86

Right

02/20/2013 02/20/2022

Common  
Stock

24,27

Stock

Appreciation \$ 22.89

Right

02/19/2014 02/19/2023

Common  
Stock

16,67

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |                |       |
|-------------------------------------------------------------|---------------|-----------|----------------|-------|
|                                                             | Director      | 10% Owner | Officer        | Other |
| HEINTZMAN DAVID P<br>3019 POPPY WAY<br>LOUISVILLE, KY 40206 | X             |           | Chairman & CEO |       |

## Signatures

//David P.

Heintzman

12/04/2013

\_\_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) Exercise of nonqualified stock option

(2) Gifted shares to charitable organizations

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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