

DAVIS J KIMBROUGH  
 Form 4/A  
 February 08, 2019

**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)  
 217 N. MONROE STREET  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 01/14/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP & CFO

TALLAHASSEE, FL 32302  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)  
 02/07/2019

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 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 01/14/2019                           |  | A                              | (A) or (D)<br>V Amount Price<br>4,812 (1) A \$ 0                  | 56,707.349 (2)  | D  |   |
| Common Stock                    | 01/14/2019                           |  | A                              | 2,248 (3) A \$ 0  | 58,955.349  | D  |   |
| Common Stock                    |                                      |  |                                |   | 31,796.613 (4)  | I  | Joint with Spouse                                     |
| Common Stock                    |                                      |  |                                |   | 4,544.644 (5)   | I  | 401(k)Plan  |
| Common Stock                    |                                      |  |                                |   | 6,923.03 (6)  | I  | Spouse's IRA  |

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|              |                          |   |                         |
|--------------|--------------------------|---|-------------------------|
| Common Stock | 6,402.598 <sup>(7)</sup> | I | IRA                     |
| Common Stock | 9.756 <sup>(8)</sup>     | I | Spouse                  |
| Common Stock | 519,447.37               | I | Co-Trustee of J&W Trust |

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

**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 control number.** 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 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 Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |           |       |
|--|---------------|-----------|-----------|-------|
|  | Director      | 10% Owner | Officer   | Other |
| DAVIS J KIMBROUGH<br>217 N. MONROE STREET<br>TALLAHASSEE, FL 32302 |               |           | EVP & CFO |       |

## Signatures

/s/John K. Davis                      02/07/2019  
 \*\*Signature of                      Date  
 Reporting Person

## 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 Long-Term Incentive Plan (LTIP).
- (2) Includes 603.924 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).
- (3) Shares granted to the reporting person under the Registrant's Stock-based Incentive Plan. Amended to include an additional 76 shares awarded due to recalculation of the award percentage on January 31, 2019.
- (4) Includes 131.786 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).
- (5) Includes 58.134 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).
- (6) Includes 88.063 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (7) Includes 82 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (8) Includes 0.102 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.