FIRST CAPITAL INC

Form 4 June 08, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

Stock

(Print or Type Responses)

1. Name and A	Address of Reporting F OEL E	Symbol	er Name and Ticker or Trading CAPITAL INC [(FCAP)]	5. Relationship of Reporting Person(s) to Issuer			
(Last) 220 FEDER	(First) (M		of Earliest Transaction Day/Year) 2007	(Check all applicable) Director 10% OwnerX Officer (give title Other (specify below) Senior Vice President			
	(Street)		endment, Date Original onth/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)			
CORYDON	N, IN 47115			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Tab	le I - Non-Derivative Securities Ac	quired, 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				
Stock	06/07/2007		M 2,538 A 6.736	4 8,410 D			
Common				1 367 87 I By ESOP			

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

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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 Derivation Securities Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)	we Expiration Date (Month/Day/Yea	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Am or Nu of Sha	
Incentive Stock Option (right to buy)	\$ 6.7364	06/07/2007		M	2,53	8 07/01/1997 <u>(2)</u>	07/31/2007	Common Stock	2,	
Incentive Stock Option (right to buy)	\$ 7.0909					07/09/1998 <u>(3)</u>	07/31/2008	Common Stock	1,	
Incentive Stock Option (right to buy)	\$ 10					02/14/2001(4)	02/14/2010	Common Stock	3,	
Stock Option (right-to-buy)	\$ 20.9091					06/21/2005(5)	06/21/2014	Common Stock	2,	

Reporting Owners

Reporting Owner Name / Address	Relationships
Renorting () wher Name / Address	

Director 10% Owner Officer Other

VOYLES JOEL E 220 FEDERAL DRIVE CORYDON, IN 47115

Senior Vice President

Signatures

By: Samuel E. Uhl, Power of Attorney 06/07/2007

**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) This form reflects increases in beneficial ownership resulting from exempt acquisitions under an ESOP pursuant to Rule 16b-3(c).
- (2) Options are fully vested and exercisable as of July 1, 1997.
- (3) Options are fully vested and exercisable as of July 9, 1998.

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- (4) Options are fully vested and exercisable as of February 14, 2005.
- (5) Stock Options granted pursuant to the First Capital, Inc. 1999 Stock-Based Incentive Plan vest in five annual installments commencing on June 21, 2005.

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.