

DAVIS NANCY B  
Form 4  
February 21, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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**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 NANCY B

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
4700 CROFTON ROAD  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/19/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Exec. Vice President, Treasure

LOUISVILLE, KY 40207

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

(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 Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	02/19/2013		F	200 D \$ 22.89	53,738.2485 (1)	D	
Common Stock	02/19/2013		A	1,494 A (2)	55,232.2485	D	
Common Stock	02/20/2013		F	199 D \$ 22.7	55,033.2485	D	
Common Stock					14,067.8137	I	by 401k/ESOP-fbo Nancy Davis

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)
						Date Exercisable      Expiration Date	Title      Amount or Number of Shares
				Code   V   (A)   (D)			
Option (Right to Buy)	\$ 20.1714					06/16/2004    12/16/2013	Common Stock    4,725
Option (Right to Buy)	\$ 22.8095					06/14/2005    12/14/2014	Common Stock    6,300
Option (Right to Buy)	\$ 24.0667					07/17/2006    01/17/2016	Common Stock    8,400
Option (Right to Buy)	\$ 26.83					08/20/2007    02/20/2017	Common Stock    5,000
Stock Appreciation Right	\$ 23.37					08/19/2008    02/19/2018	Common Stock    3,200
Stock Appreciation Right	\$ 22.14					02/17/2010    02/17/2019	Common Stock    3,000
Stock Appreciation Right	\$ 21.03					02/16/2011    02/16/2020	Common Stock    5,826
Stock Appreciation Right	\$ 23.76					03/15/2012    03/15/2021	Common Stock    3,484
	\$ 22.86					02/20/2013    02/20/2022	
							6,125

