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LAKELAND FINANCIAL CORP

Form 4

November 07, 2006

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.

Section 16.

Form 4 or

Form 5

Obligations

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

Section 17(a) of the Public Halding Commence Act of 1935, and the file of the Public Halding Commence Act of 1935, and the file of the Public Halding Commence Act of 1935, and the file of the Public Halding Commence Act of 1935, and the file of the Public Halding Commence Act of 1935, and the file of the Public Halding Commence Act of 1934, obtained the file of the

may continue.

See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading TUCKER TERRY L Issuer Symbol LAKELAND FINANCIAL CORP (Check all applicable) [LKFN] (Last) (First) (Middle) 3. Date of Earliest Transaction X_ Director 10% Owner Other (specify Officer (give title (Month/Day/Year) below) 1510 COUNTRY CLUB DR 11/06/2006 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **WARSAW, IN 46580** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of 3. Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Beneficially Beneficial Disposed of (D) (D) or (Month/Day/Year) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Instr. 8) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 10,560 D Stock Common 3,832 I by Mother Stock

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

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(9-02)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	(1)					10/25/2005	10/25/2005	Common Stock	74
Phantom Stock	(1)					04/26/2005	04/26/2015	Common Stock	76
Phantom Stock	(1)					07/12/2005	07/12/2015	Common Stock	514
Phantom Stock	(1)					07/26/2005	07/26/2015	Common Stock	64
Phantom Stock	\$ 0					01/01/2003	01/01/2003	Common Stock	8,756.4
Phantom Stock	\$ 0					01/07/2003	01/07/2013	Common Stock	594.6
Phantom Stock	\$ 0					01/28/2003	01/28/2013	Common Stock	67.6
Phantom Stock	\$ 0					04/28/2003	04/28/2013	Common Stock	67.4
Phantom Stock	\$ 0					07/10/2003	07/10/2013	Common Stock	529
Phantom Stock	\$ 0					07/30/2003	07/30/2013	Common Stock	56
Phantom Stock	\$ 0					10/27/2003	10/27/2013	Common Stock	56
Phantom Stock	\$ 0					01/16/2004	01/16/2014	Common Stock	553
Phantom Stock	\$ 0					01/26/2004	01/26/2014	Common Stock	52
Phantom Stock	\$ 0					04/28/2004	04/28/2014	Common Stock	68

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Phantom Stock	\$ 0				07/14/2004	07/14/2014	Common Stock	524
Phantom Stock	\$ 0				07/26/2004	07/26/2014	Common Stock	72
Phantom Stock	\$ 0				10/26/2004	10/26/2014	Common Stock	68
Phantom Stock	\$ 0				01/11/2005	01/11/2015	Common Stock	510
Phantom Stock	\$ 0				01/26/2005	01/26/2015	Common Stock	60
Phantom Stock	Ш	11/06/2006	A	69	(2)	<u>(3)</u>	Common Stock	69
Stock Options (Right to buy)	\$ 6.75				06/13/2005	06/13/2010	Common Stock	1,000
Stock Options (Right to buy)	\$ 6.8125				01/09/2006	01/09/2011	Common Stock	2,000
Stock Options (Right to buy)	\$ 7.5625				02/08/2005	02/08/2010	Common Stock	1,200
Stock Options (Right to buy)	\$ 9.7188				02/09/2004	02/09/2009	Common Stock	1,150
Stock Options (Right to buy)	\$ 14				05/12/2003	05/10/2008	Common Stock	1,850
Stock Options (Right to buy)	\$ 17.185				12/09/2008	12/09/2013	Common Stock	1,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 6	Director 10% Owner Officer		Other			
TUCKER TERRY L	X					
1510 COUNTRY CLUB DR						

Reporting Owners 3

WARSAW, IN 46580

Signatures

Teresa A. Bartman, Attorney-in-Fact

11/07/2006

**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).
- (3) Phantom shares expire after the directors' retirement as a Board member.
- (2) Phantom stock is exercisable after the directors' retirement as a Board member.
- (1) Each phantom stock unit exersises into 1 share of Common Stock.

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.

Signatures 4