

BUCHANAN DAVID  
Form 4  
October 24, 2012

**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 \*  
BUCHANAN DAVID

2. Issuer Name and Ticker or Trading Symbol  
FIDELITY SOUTHERN CORP  
[LION]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3490 PIEDMONT ROAD, #1550  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
10/23/2012

\_\_\_\_ Director  
 Officer (give title below)  10% Owner  
 Other (specify below)  
Vice President / Executive Officer

ATLANTA, GA 30305

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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|
|  |                                      |  | Code                           | V Amount (D) Price  |   |  |  |
| Fidelity Southern Corporation - Common Stock | 10/23/2012                           |  | M                              | 4,900 A \$ 4.6  | 196,132.7877  | D  |  |
| Fidelity Southern Corporation - Common Stock | 10/23/2012                           |  | S                              | 4,900 D \$ 9.8472   | 191,232.7877  | D  |  |
| Fidelity Southern                            |                                      |  |                                |   | 21,097  | I  | By 401(k)<br><u>(1)</u>                    |

Corporation  
- Common  
Stock

Fidelity  
Southern  
Corporation  
- Common  
Stock

3,165 I Ira/401(k)  
Rollover  
Account

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

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(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option (Right to Buy)                | \$ 4.6   | 10/23/2012                           |  | M                              | 4,900   | 07/22/2009 <sup>(2)</sup> 07/22/2013                     | Fidelity Southern Corporation - Common Stock 4,900            |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                |                   |
|--|---------------|-----------|----------------|-------------------|
|  | Director      | 10% Owner | Officer        | Other             |
| BUCHANAN DAVID<br>3490 PIEDMONT ROAD, #1550<br>ATLANTA, GA 30305 |               |           | Vice President | Executive Officer |

## Signatures

Elna Kolarich, Attorney-in-Fact for David  
Buchanan

10/24/2012

\_\_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) Purchased 196 shares at various times and prices during 2004 in the Fidelity Southern Corporation 401(k) Plan

(2) Exercisable: 1/3 on 7/22/09; 1/3 on 7/22/10; 1/3 on 7/22/11

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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