LAKELAND FINANCIAL CORP
Form 4
November 29, 2012

# FORM 4

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

**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

OMB APPROVAL

| | |
|---|---|
| OMB Number: | 3235-0287 |
| Expires: | January 31, 2005 |
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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
KUBACKI MICHAEL L

(Last) (First) (Middle)

1401 E. NORTH SHORE DR

(Street)

SYRACUSE, IN 46567

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
LAKELAND FINANCIAL CORP [LKFN]

3. Date of Earliest Transaction (Month/Day/Year)
11/27/2012

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 11/27/2012 | | M | | 10,000 | A | $ 0 | 139,980 | D | |
| Common Stock | 11/27/2012 | | M | | 10,000 | A | $ 0 | 149,980 | D | |
| Common Stock | 11/27/2012 | | S | | 10,000 | D | $ 24.7538 | 139,980 | D | |
| Common Stock | | | | | | | | 23,716 | I | 401(k) Plan |
| Common Stock | | | | | | | | 600 | I | As Trustee (1) |

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

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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 Underlying Securiti (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amou or Numb of Sha |
| Stock Options (Right to Buy) | $ 17.185 | 11/27/2012 | | M | | | 10,000 | 12/09/2008 | 12/09/2013 | Common Stock | 10,0 |
| Stock Options (Right to Buy) | $ 17.185 | 11/27/2012 | | M | | | 10,000 | 12/09/2008 | 12/09/2013 | Common Stock | 10,0 |
| Restricted Stock Units (2) | $ 0 (3) | | | | | | | 02/01/2014 | 02/01/2014(4) | Common Stock | 12,0 |
| Restricted Stock Units (2) | $ 0 (3) | | | | | | | 02/01/2015 | 02/01/2015(4) | Common Stock | 12,0 |
| Restricted Stock Units (2) | $ 0 (3) | | | | | | | 02/01/2013 | 02/01/2013(4) | Common Stock | 10,0 |
| Stock Options (Right to Buy) | $ 24.05 | | | | | | | 05/14/2013 | 05/14/2018 | Common Stock | 15,0 |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |

KUBACKI MICHAEL L
1401 E. NORTH SHORE DR X CEO
SYRACUSE, IN 46567

# Signatures

Teresa A. Bartman, Attorney-in-Fact 11/29/2012

**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)** The reporting person serves as co-trustee over his mother's trust.

**(2)** The Restricted Stock Units are subject to forfeiture based on corporate performance criteria.

**(3)** Each Restricted Stock Unit exercises into 1 share of Common Stock.

**(4)** Restricted Stock Unit awards are a conditional promise to transfer a share at a specific futurue date and do not have an expiration date.

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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