

S Y BANCORP INC  
 Form 4  
 October 30, 2013

**FORM 4**

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

OMB APPROVAL

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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 \*  
**HEINTZMAN DAVID P**

(Last) (First) (Middle)  
 3019 POPPY WAY  
 (Street)

LOUISVILLE, KY 40206

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 10/29/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	10/29/2013		M		1,793	A	101,612
Common Stock	10/29/2013		S		1,793	D	\$ 30.5
Common Stock					21,499.4887	I	By 401k/ESOP - fbo David Heintman
Common Stock					4,041	I	By Spouse

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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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (Right to Buy)	\$ 20.1714	10/29/2013		M	1,793	06/16/2004 12/16/2013	Common Stock 1,793
Option (Right to Buy)	\$ 22.8095					06/14/2005 12/14/2014	Common Stock 25,093
Option (Right to Buy)	\$ 24.0667					07/17/2006 01/17/2016	Common Stock 31,500
Option (Right to Buy)	\$ 26.83					08/20/2007 02/20/2017	Common Stock 22,000
Stock Appreciation Right	\$ 23.37					08/19/2008 02/19/2018	Common Stock 13,500
Stock Appreciation Right	\$ 22.14					02/17/2010 02/17/2019	Common Stock 12,300
Stock Appreciation Right	\$ 21.03					02/16/2011 02/16/2020	Common Stock 17,500
Stock Appreciation Right	\$ 23.76					03/15/2012 03/15/2021	Common Stock 14,380
Stock Appreciation	\$ 22.86					02/20/2013 02/20/2022	Common Stock 24,270

Right

Stock

Appreciation \$ 22.89

Right

02/19/2014 02/19/2023

Common  
Stock

16,67

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEINTZMAN DAVID P 3019 POPPY WAY LOUISVILLE, KY 40206	X		Chairman & CEO	

## Signatures

//David P.

Heintzman

10/30/2013

\*\*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) Exercise of nonqualified stock option

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