

MILLER JAMES B JR  
Form 5  
February 09, 2010

# FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
MILLER JAMES B JR

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)

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman / Executive Officer

3490 PIEDMONT ROAD, SUITE 1550

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

ATLANTA, GA 30305

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) Amount or (D) Price			
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	45,317.8714 (1) A \$ (1)	2,294,337.66	D	Â
Fidelity Southern Corporation - Common	12/31/2009	Â	J	4,882.393 (5) A \$ (5)	109,250	I	By 401(k) (2) (3) (4)

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Stock									
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	60.7182 <sup>(1)</sup>	A	\$ <sup>(1)</sup>	9,654.8699	I	By Berlin American Co Llc
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	665 <sup>(1)</sup>	A	\$ <sup>(1)</sup>	33,839	I	By Child - B.p.miller
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	6,338.8659 <sup>(1)</sup>	A	\$ <sup>(1)</sup>	46,027.1059	I	By Child - E.p. Miller
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	628 <sup>(1)</sup>	A	\$ <sup>(1)</sup>	31,914	I	By Child - K. Lane Miller
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	36.5076 <sup>(1)</sup>	A	\$ <sup>(1)</sup>	3,678.1682	I	By Grandchild - C. E. Armstrong
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	170.55 <sup>(1)</sup>	A	\$ <sup>(1)</sup>	10,560.3844	I	By Grandchild - N.p. Miller
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	36.5076 <sup>(1)</sup>	A	\$ <sup>(1)</sup>	3,678.1682	I	By Grandchild - T. W. Armstrong III
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	23 <sup>(1)</sup>	A	\$ <sup>(1)</sup>	1,218	I	By Ira
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	3,653.9944 <sup>(1)</sup>	A	\$ <sup>(1)</sup>	184,989.1594	I	By Shares Held By Ltd Partnership

Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	1,800.7517 <u>(1)</u>	A	\$ <u>(1)</u>	91,489.8408	I	By Spouse
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	4,327 <u>(1)</u>	A	\$ <u>(1)</u>	219,163	I	By Trust - Family

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

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**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)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 4.6	Â	Â	Â	Â Â	07/22/2009 <sup>(6)</sup> 07/22/2013	Fidelity Southern Corporation - Common Stock 75,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER JAMES B JR 3490 PIEDMONT ROAD SUITE 1550 ATLANTA, GA 30305	Â X	Â X	Â Chairman	Executive Officer

## Signatures

Barbara McNeill, Attorney in Fact for James B.  
Miller, Jr.

02/09/2010

\_\_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) Stock dividend shares paid during the reporting year.
- (2) Not Active Footnote - 8/26/04
- (3) Purchased 2200.4284 shares of Fidelity Southern Corporation stock in the 401(k) Plan at various times and prices during 2004.
- (4) Purchased 3,254 shares through Fidelity Southern Corporation 401(k) Plan @ various times and prices during 2003
- (5) Purchased at various times and prices in Fidelity Southern Corporation 401(k) during the reporting year
- (6) Exercisable: 1/3 on 7/22/09; 1/3 on 7/22/10; 1/3 on 7/22/11

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