

S Y BANCORP INC  
Form 4  
July 29, 2013

**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 \*  
DAVIS NANCY B

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
4700 CROFTON ROAD

3. Date of Earliest Transaction (Month/Day/Year)  
07/26/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Exec. Vice President, Treasure

(Street)  
LOUISVILLE, KY 40207

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 Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	05/16/2013		G	45 D (3) 54,970.2584	D		
Common Stock	07/10/2013		G	155 D (3) 54,843.0871 (1)	D		
Common Stock	07/26/2013		F	3,418 D (4) 51,425.0871	D		
Common Stock	07/26/2013		M	4,725 A (5) 56,150.0871	D		
Common Stock					15,345.2317 (2)	I	by 401k/ESOP-fbo Nancy Davis

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 20.1714	07/26/2013		M	4,725	06/16/2004 12/16/2013	Common Stock	4,725	
Option (Right to Buy)	\$ 22.8095					06/14/2005 12/14/2014	Common Stock	6,300	
Option (Right to Buy)	\$ 24.0667					07/17/2006 01/17/2016	Common Stock	8,400	
Option (Right to Buy)	\$ 26.83					08/20/2007 02/20/2017	Common Stock	5,000	
Stock Appreciation Right	\$ 23.37					08/19/2008 02/19/2018	Common Stock	3,200	
Stock Appreciation Right	\$ 22.14					02/17/2010 02/17/2019	Common Stock	3,000	
Stock Appreciation Right	\$ 21.03					02/16/2011 02/16/2020	Common Stock	5,820	
Stock Appreciation Right	\$ 23.76					03/15/2012 03/15/2021	Common Stock	3,480	
	\$ 22.86					02/20/2013 02/20/2022		6,120	

Stock  
Appreciation  
Right

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS NANCY B 4700 CROFTON ROAD LOUISVILLE, KY 40207			Exec. Vice President, Treasure	

## Signatures

//Nancy B.  
Davis

07/29/2013

\_\_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) Includes shares acquired through dividend reinvestment plan.
- (2) Includes annual employer contribution.
- (3) Gift to charitable organization.
- (4) Surrender shares to exercise options.
- (5) Stock option exercise.

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.