

SHEPHERD W CLYDE III  
Form 5  
February 09, 2010

**FORM 5**

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

Check this box if  
no longer subject  
to Section 16.  
Form 4 or Form  
5 obligations  
may continue.  
See Instruction  
1(b).  
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

## OMB APPROVAL

OMB  
Number: 3235-0362  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 1.0

1. Name and Address of Reporting Person \*  
SHEPHERD W CLYDE III

(Last) (First) (Middle)

3490 PIEDMONT ROAD, SUITE  
1550

(Street)

ATLANTA, GA 30305

(City) (State) (Zip)

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

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

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)

6. Individual or Joint/Group Reporting

(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 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)
Fidelity Southern Corporation - Common Stock	12/31/2009	Â	J	843.6979 (1)	A \$ (1) 56,513.4179	D	Â
Fidelity Southern Corporation - Common	12/31/2009	Â	J	100 (2)	A \$ (2) 5,125	I	By Family Partnership

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Stock

Fidelity

Southern

Corporation  
- Common

Stock

12/31/2009

Â

J

698 <sup>(2)</sup>

A

\$ <sup>(2)</sup>

35,400

I

By Family  
Foundation

Fidelity

Southern

Corporation  
- Common

Stock

12/31/2009

Â

J

96 <sup>(2)</sup>

A

\$ <sup>(2)</sup>

56,609.4179

D

Â

Fidelity

Southern

Corporation  
- Common

Stock

12/31/2009

Â

J

1,845 <sup>(3)</sup>

D

\$ <sup>(3)</sup>

54,764.4179

D

Â

Fidelity

Southern

Corporation  
- Common

Stock

12/31/2009

Â

J

1,845 <sup>(3)</sup>

A

\$ <sup>(3)</sup>

1,845

I

By Child -  
Wm Clyde  
S Shepherd

Fidelity

Southern

Corporation  
- Common

Stock

Â

Â

Â

Â

Â

Â

0

I

By  
Custodian  
For Child

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 2270  
(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)
						Date Exercisable Expiration Date	Title
				(A)	(D)		Amount or Number of Shares

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHEPHERD W CLYDE III 3490 PIEDMONT ROAD SUITE 1550 ATLANTA, GA 30305	X			

Barbara McNeill, Attorney in Fact for W. Clyde  
Shepherd III

02/09/2010

\*\*Signature of Reporting Person

Date

\* 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 at various times and prices through Fidelity Southern Corporation Dividend Reinvestment Plan during the reporting year.

(2) Stock dividend shares paid during the reporting year.

(3) To correct a reporting error discovered in reconciling shares.

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

## Reporting Owners