SHEPHERD W CLYDE III

Form 4 July 29, 2011

FORM 4

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

OMB APPROVAL

OMB 3235-0287 Number:

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading

Symbol

FIDELITY SOUTHERN CORP

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

[LION]

_X__ Director

10% Owner Officer (give title Other (specify

3490 PIEDMONT ROAD, SUITE

(Street)

(State)

(First)

(Middle)

(Zip)

1550

(City)

(Last)

4. If Amendment, Date Original

3. Date of Earliest Transaction

Filed(Month/Day/Year)

(Month/Day/Year)

07/21/2011

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(D) Price

ATLANTA, GA 30305

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquire	ed (A) or	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onDisposed of (D)		Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)		Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)			Owned	Direct (D)	Ownership
						Following	or Indirect	(Instr. 4)
					(A) or	Reported	(I)	
						Transaction(s)	(Instr. 4)	
						(Instr 3 and 4)		

Amount

Fidelity Southern

130,264.1919 Corporation 07/21/2011 196,824.326 D

Code V

- Common Stock

Fidelity Southern Corporation - Common Stock

By Child -1,881 I Wm Clyde S Shepherd

36,111 I

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Fidelity By Family Southern Foundation Corporation - Common Stock **Fidelity** Southern By Family Corporation 5,226 I Partnership - Common Stock Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

number.

1. Title of 2. 3. Transaction Date 3A. Deemed 6. Date Exercisable and 7. Title and Amount of Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber **Expiration Date Underlying Securities** Security or Exercise Code of (Month/Day/Year) (Instr. 3 and 4) (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Derivative Derivative Securities Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Amount or Expiration Title Date Exercisable Number Date of Code V (A) (D) Shares **Fidelity** Stock Southern

07/22/2009(2) 07/22/2013 Corporation

1,000

- Common

Stock

Reporting Owners

\$ 4.6

Option

Buy)

(Right to

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

Reporting Owners 2

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Signatures

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

07/29/2011

**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) Inheritance
- (2) Exercisable: 1/3 on 7/22/09; 1/3 on 7/22/10; 1/3 on 7/22/11

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.

Signatures 3