LETT J DAVID

Form 5

February 12, 2007

### FORM 5

### **OMB APPROVAL**

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response...

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2005

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#### **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION Number: Washington, D.C. 20549 Check this box if Expires: no longer subject to Section 16. Estimated average

Form 4 or Form 5 obligations may continue. See Instruction

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported 30(h) of the Investment Company Act of 1940 Form 4

Transactions Reported

securities beneficially owned directly or indirectly.

1(b).

1. Name and Address of Reporting Person * LETT J DAVID			2. Issuer Name <b>and</b> Ticker or Trading Symbol GERMAN AMERICAN BANCORP, INC. [GABC]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First)	(]	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2006			ded	_X_ Director Officer (give to below)	ive title 10% Owner Other (specify below)			
500 N LINE	E ST		_, -, -, _								
				Amendment, Date Original d(Month/Day/Year)				6. Individual or Joint/Group Reporting  (check applicable line)			
LOOGOOT	EE, IN 47553	3						_X_ Form Filed by O Form Filed by M Person			
(City)	(State)	(Zip)	Tabl	le I - Non-Der	ivative Se	curiti	es Acq	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	ate, if	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price		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)		
Common Stock	Â	Â		Â	Â	Â	Â	239,678.3689 (1) (2)	D	Â	
Reminder: Report on a separate line for each class of			Persons w	ho respo	nd to	the co	ollection of inform	nation	SEC 2270		

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

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(9-02)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
									or	
						Date	Expiration		Number	
						Exercisable	Date		of	
					(A) (D)				Shares	

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# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
LETT J DAVID 500 N LINE ST LOOGOOTEE, IN 47553	ÂX	Â	Â	Â			

## **Signatures**

J David Lett 12/31/2006

\*\*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) Column 5 includes 1,942.6808 shares owned by Mr. Lett's wife; and 228,586.6881 shares owned by Mr. Lett's mother's estate
- (2) Includes shares acquired pursuant to German American Bancorp's Dividend Reinvestment Plan

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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