DAVIS NANCY B Form 4 March 17, 2011

FORM 4

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

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

0.5

Estimated average burden hours per response...

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading DAVIS NANCY B Issuer Symbol S Y BANCORP INC [SYBT] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title 4700 CROFTON ROAD 03/15/2011 below) Exec. Vice President, Treasure (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

1	[O]	TT	12	711	T	\mathbf{F}	K١	7 1	V	20	γ	7
ı		UΙ	') I	/ 11		/ F/-	N 1	14	1,	$\angle \mathbf{I}$		7

(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. Transactic Code (Instr. 8)	4. Securities orAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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)			
Common Stock					54,169.4615	D				
Common Stock					5,829	I	By Spouse			
Common Stock					12,756.8785 (1)	I	by 401k/ESOP-fbo Nancy Davis			

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

Person

Edgar Filing: DAVIS NANCY B - Form 4

displays a currently valid OMB control number.

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)	Code	5. Number on f 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 Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Option (Right to Buy)	\$ 16					06/27/2002	12/27/2011	Common Stock	6,82:
Option (Right to Buy)	\$ 18.619					06/17/2003	12/17/2012	Common Stock	5,25
Option (Right to Buy)	\$ 20.1714					06/16/2004	12/16/2013	Common Stock	4,72;
Option (Right to Buy)	\$ 22.8095					06/14/2005	12/14/2014	Common Stock	6,30
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	5,00
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
	\$ 23.76	03/15/2011		A	3,484	03/15/2012	03/15/2021		3,484

Stock Common Appreciation Stock

Right

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. 03/17/2011 Davis

**Signature of Date
Reporting Person

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 2010 employer annual match & esop contribution

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.

Reporting Owners 3