

HOECK GREGORY A
Form 4
February 22, 2012

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 *
HOECK GREGORY A

(Last) (First) (Middle)
555 SUNSET ROAD
(Street)

LOUISVILLE, KY 40206

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/20/2012

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)
Executive Vice President

6. Individual or Joint/Group Filing(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 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)
				(A) or (D) Code V Amount (D) Price			
Common Stock	02/20/2012		A	1,325 A \$21.19	21,192	D	
Common Stock	02/21/2012		F	36 D \$22.54	21,156	D	
Common Stock					4,200	I	By Spouse
Common Stock					8,847.3673	I	By ESOP/401k-fbo Greg Hoeck

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 of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (Right to Buy)	\$ 18.619					12/17/2003 12/17/2012	Common Stock 5,250
Option (Right to Buy)	\$ 21.18					12/16/2004 12/16/2013	Common Stock 4,500
Option (Right to Buy)	\$ 23.95					12/14/2005 06/14/2014	Common Stock 6,000
Option (Right to Buy)	\$ 25.27					01/17/2007 01/17/2016	Common Stock 9,000
Option (Right to Buy)	\$ 26.83					02/20/2008 02/20/2017	Common Stock 5,000
Stock Appreciation Right	\$ 23.37					02/19/2009 02/19/2018	Common Stock 3,200
Stock Appreciation Right	\$ 22.14					02/17/2010 02/17/2019	Common Stock 2,900
Stock Appreciation Right	\$ 21.03					02/16/2011 02/16/2020	Common Stock 5,180
Stock Appreciation	\$ 23.76					03/15/2012 03/15/2021	Common Stock 3,220

Right

Stock

Appreciation	\$ 22.86	02/20/2012	A	5,499	02/20/2013	02/20/2022	Common Stock	5,499
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOECK GREGORY A 555 SUNSET ROAD LOUISVILLE, KY 40206			Executive Vice President	

Signatures

//Gregory A.
Hoeck

02/22/2012

**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) Restricted Stock Grant
- (2) Stock Appreciation Rights Grant

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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