

BROOKS DAVID H

Form 4

November 04, 2004

**FORM 4**
**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).

**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  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BROOKS DAVID H**

(Last) (First) (Middle)

4010 FOX MEADOW WAY

(Street)

PROSPECT, KY 40059

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/03/2004

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)

Chairman &amp; CEO

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|----------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                   |                                                                |
| Common<br>Stock                       | 11/03/2004                              |                                                             | S                                    |                                                                         | 500                                                                                                                | D \$ 22.68                                                              | 48,310 D                                                       |
| Common<br>Stock                       | 11/03/2004                              |                                                             | S                                    |                                                                         | 100                                                                                                                | D \$ 22.61                                                              | 48,210 D                                                       |
| Common<br>Stock                       | 11/03/2004                              |                                                             | S                                    |                                                                         | 1,000                                                                                                              | D \$ 22.55                                                              | 47,210 D                                                       |
| Common<br>Stock                       | 11/03/2004                              |                                                             | S                                    |                                                                         | 200                                                                                                                | D \$ 22.6                                                               | 47,010 D                                                       |
| Common<br>Stock                       | 11/04/2004                              |                                                             | M                                    |                                                                         | 5,200<br>(1)                                                                                                       | A \$<br>10.315                                                          | 52,210 D                                                       |

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|              |             |   |                                    |
|--------------|-------------|---|------------------------------------|
| Common Stock | 3,554.45    | I | by 401k-fbo David Brooks           |
| Common Stock | 45,656      | I | By Spouse                          |
| Common Stock | 1,078.485   | I | Trust-Directors Deferred Comp Plan |
| Common Stock | 15,162.2457 | I | By ESOP-fbo David Brooks           |

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

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SEC 1474  
(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) |                 | 8. D S (I)   |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|---------------------------------------------------------------|-----------------|--------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Date Exercisable                                              | Expiration Date | Title        | Amount or Number of Shares |
| Option (Right to Buy)                      | \$ 0.4308                                              |                                      |                                                    |                                |                                                                                         |                                                          |     | 07/01/1984                                                    | 01/01/2014      | Common Stock | 4,000                      |
| Option (Right to Buy)                      | \$ 10.315                                              | 11/04/2004                           |                                                    | M                              |                                                                                         | 5,200                                                    |     | 06/21/2001                                                    | 12/21/2010      | Common Stock | 5,200                      |
| Option (Right to Buy)                      | \$ 16.8                                                |                                      |                                                    |                                |                                                                                         |                                                          |     | 06/27/2002                                                    | 12/27/2011      | Common Stock | 24,000                     |
| Option (Right to Buy)                      | \$ 19.55                                               |                                      |                                                    |                                |                                                                                         |                                                          |     | 06/17/2003                                                    | 12/17/2012      | Common Stock | 18,600                     |
| Option (Right to Buy)                      | \$ 21.18                                               |                                      |                                                    |                                |                                                                                         |                                                          |     | 06/16/2004                                                    | 12/16/2013      | Common Stock | 16,700                     |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |                |       |
|-------------------------------------------------------------|---------------|-----------|----------------|-------|
|                                                             | Director      | 10% Owner | Officer        | Other |
| BROOKS DAVID H<br>4010 FOX MEADOW WAY<br>PROSPECT, KY 40059 | X             |           | Chairman & CEO |       |

## Signatures

//David H.  
Brooks 11/04/2004

\_\_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) Exercise of stock options

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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