

Stock Yards Bancorp, Inc.  
Form 4  
December 22, 2016

**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 \*  
**CROCE MICHAEL**

2. Issuer Name and Ticker or Trading Symbol  
**Stock Yards Bancorp, Inc. [SYBT]**

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
**PO BOX 32890**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**11/30/2016**

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
**Executive Vice President**

**LOUISVILLE, KY 40232**  
  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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	11/30/2016		M	3,750 A \$ 17.89	8,497 <sup>(1)</sup> <sup>(2)</sup>	D	
Common Stock	11/30/2016		S	2,389 D \$ 41.25	6,108	D	
Common Stock					6,125 <sup>(2)</sup>	I	by 401k/ESOP-fbo Michael Croce

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

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**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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option (Right to Buy)	\$ 17.89	11/30/2016		M	3,750	02/20/2008	02/20/2017	Common Stock	3,750
Stock Appreciation Right	\$ 15.58					02/19/2009	02/19/2018	Common Stock	2,320
Stock Appreciation Right	\$ 14.76					02/17/2010	02/17/2019	Common Stock	2,250
Stock Appreciation Right	\$ 14.02					02/16/2011	02/16/2020	Common Stock	2,250
Stock Appreciation Right	\$ 15.84					03/15/2012	03/15/2021	Common Stock	1,500
Stock Appreciation Right	\$ 15.24					02/20/2013	02/20/2022	Common Stock	1,500
Stock Appreciation Right	\$ 19.44					06/24/2015	06/24/2024	Common Stock	3,240
Stock Appreciation Right	\$ 22.96					03/17/2016	03/17/2025	Common Stock	4,230
Stock Appreciation Right	\$ 25.76					03/15/2017	03/15/2026	Common Stock	5,970

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROCE MICHAEL PO BOX 32890 LOUISVILLE, KY 40232			Executive Vice President	

## Signatures

/s/ Michael  
Croce  
12/22/2016

    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) Includes shares acquired through dividend reinvestment plan.
  - (2) Shares adjusted due to 3 for 2 stock split distributed on May 27, 2016.

### Remarks:

All share amounts on Table I and Table II as well as exercise pricing in Table II are updated to reflect 3 for 2 split distributed on May 27, 2016.

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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