

Stock Yards Bancorp, Inc.  
Form 4  
November 17, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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**

(Last) (First) (Middle)

PO BOX 32890

(Street)

LOUISVILLE, KY 40232-2890

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**11/13/2014**

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)
			Code	V Amount (D) Price			
Common Stock	11/13/2014		M	3,150 A \$ 5,990.86 <sup>(2)</sup>		D	
Common Stock	11/13/2014		S	3,150 D \$ 33.1063	2,840.86	D	
Common Stock					3,639.74	I	by 401k/ESOP - fbo Michael Croce

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 (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)	\$ 22.8095	11/13/2014		M		3,150		12/14/2005	12/14/2014	Common Stock	3,150
Option (Right to Buy)	\$ 24.0667							01/17/2007	01/17/2016	Common Stock	3,150
Option (Right to Buy)	\$ 26.83							02/20/2008	02/20/2017	Common Stock	2,500
Stock Appreciation Right	\$ 23.37							02/19/2009	02/19/2018	Common Stock	1,550
Stock Appreciation Right	\$ 22.14							02/17/2010	02/17/2019	Common Stock	1,500
Stock Appreciation Right	\$ 21.03							02/16/2011	02/16/2020	Common Stock	1,500
Stock Appreciation Right	\$ 23.76							03/15/2012	03/15/2021	Common Stock	1,000
Stock Appreciation Right	\$ 22.86							02/20/2013	02/20/2022	Common Stock	1,000
Stock Appreciation	\$ 29.16							06/24/2015	06/24/2024	Common Stock	2,160

Right

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROCE MICHAEL PO BOX 32890 LOUISVILLE, KY 40232-2890			Executive Vice President	

## Signatures

//Michael Croce                      11/17/2014

\*\*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) Incentive stock option exercise.
  - (2) Includes shares acquired through dividend reinvestment plan.

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.