

HEINTZMAN DAVID P  
Form 4  
January 19, 2006

**FORM 4**

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

OMB APPROVAL

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**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 \*  
HEINTZMAN DAVID P

(Last) (First) (Middle)  
3019 POPPY WAY  
(Street)

LOUISVILLE, KY 40206

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
01/17/2006

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 & 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 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					66,727	D	
Common Stock					5,298	I	By Spouse
Common Stock					4,021.1621	I	By Minor Child
Common Stock					14,766.6072	I	by 401k/ESOP-fbo David Heintzman

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (Right to Buy)	\$ 25.27	01/17/2006		M	30,000	07/17/2006 01/17/2016	Common Stock 30,000
Option (Right to Buy)	\$ 7.25					07/03/1997 01/03/2007	Common Stock 8,000
Option (Right to Buy)	\$ 10.25					07/08/1998 01/08/2008	Common Stock 4,000
Option (Right to Buy)	\$ 11.9688					07/12/1999 01/12/2009	Common Stock 12,800
Option (Right to Buy)	\$ 11.9688					10/20/1999 04/20/2009	Common Stock 4,400
Option (Right to Buy)	\$ 10.5					07/07/2000 01/07/2010	Common Stock 19,800
Option (Right to Buy)	\$ 10.315					06/21/2000 12/21/2010	Common Stock 26,000
Option (Right to Buy)	\$ 16.8					06/27/2001 12/27/2011	Common Stock 20,000
Option (Right to Buy)	\$ 19.55					06/17/2002 12/17/2012	Common Stock 15,800

