HEINTZMAN DAVID P

Form 4

October 25, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

Expires:

January 31, 2005

0.5

Estimated average

burden hours per response...

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Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Add	•	ing Person *	2. Issuer Name and Ticker or Trading Symbol S Y BANCORP INC [SYI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Chook an apphonete)		
3019 POPPY	WAY		(Month/Day/Year) 10/25/2005	X Director 10% Owner X Officer (give title Other (specify below)		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
LOUISVILLE, KY 40206				Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acq	quired, Disposed of, or Beneficially Owned		

(City)	(State)	(Zip) Tal	ble I - Non	-Derivativ	e Sec	urities	Acquired, Dispos	sed of, or Ber	eficially Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if			5. Amount of Securities	6. Ownership	7. Nature of Indirect Beneficial		
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8) Code V	Disposed (Instr. 3,	of (D))	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock							66,727	D	
Common Stock	10/25/2005		G	900	D	<u>(1)</u>	5,298	I	By Spouse
Common Stock							4,000.0999	I	By Minor Child
Common Stock							14,766.6072	I	by 401k/ESOP-fbo David Heintzman
	10/25/2005		G	900	A	<u>(2)</u>	900	I	Daughter

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Common Stock

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. Transactic Code (Instr. 8)	5. Dr.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. Pri Deriv Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
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	

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Option (Right to Buy)	\$ 19.55	06/17/2002	12/17/2012	Common Stock	15,800
Option (Right to Buy)	\$ 21.18	06/16/2004	12/16/2013	Common Stock	15,000
Option (Right to Buy)	\$ 23.95	06/14/2005	12/14/2014	Common Stock	23,900

Reporting Owners

Reporting Owner Name / Address	Relationships						
noporomg o maor rumo, rauseus	Director	10% Owner	Officer	Other			
HEINTZMAN DAVID P 3019 POPPY WAY LOUISVILLE, KY 40206	X		Chairman & CEO				

Signatures

//David P.

Heintzman 10/25/2005

**Signature of Person 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) Gift to daughter
- (2) Gift from mother

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.

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