

DAVIS J KIMBROUGH
 Form 4/A
 February 08, 2019

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 *
 DAVIS J KIMBROUGH

2. Issuer Name and Ticker or Trading Symbol
 CAPITAL CITY BANK GROUP INC [CCBG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 217 N. MONROE STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/14/2019

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP & CFO

TALLAHASSEE, FL 32302
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
 02/07/2019

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)
Common Stock	01/14/2019		A	(A) or (D) Amount Price 4,812 (1) A \$ 0	56,707.349 (2)	D	
Common Stock	01/14/2019		A	(A) or (D) Amount Price 2,248 (3) A \$ 0	58,955.349	D	
Common Stock					31,796.613 (4)	I	Joint with Spouse
Common Stock					4,544.644 (5)	I	401(k)Plan
Common Stock					6,923.03 (6)	I	Spouse's IRA

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Common Stock	6,402.598 ⁽⁷⁾	I	IRA
Common Stock	9.756 ⁽⁸⁾	I	Spouse
Common Stock	519,447.37	I	Co-Trustee of J&W Trust

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 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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS J KIMBROUGH 217 N. MONROE STREET TALLAHASSEE, FL 32302			EVP & CFO	

Signatures

/s/John K. Davis 02/07/2019
 **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) Shares granted to the reporting person under the Registrant's Long-Term Incentive Plan (LTIP).
- (2) Includes 603.924 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).
- (3) Shares granted to the reporting person under the Registrant's Stock-based Incentive Plan. Amended to include an additional 76 shares awarded due to recalculation of the award percentage on January 31, 2019.
- (4) Includes 131.786 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).
- (5) Includes 58.134 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).
- (6) Includes 88.063 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).
- (7) Includes 82 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).
- (8) Includes 0.102 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).

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.