

CAPITAL CITY BANK GROUP INC
 Form 4
 January 23, 2017

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)
 01/19/2017

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

TALLAHASSEE, FL 32302

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

(City) (State) (Zip)

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	01/19/2014		A	(A) or (D) 3,773 (1)	\$ 0 45,149.308 (2)	D	
Common Stock					31,491.372 (3)	I	Joint with wife
Common Stock					4,449,226 (4)	I	401(k)
Common Stock					6,759.786 (5)	I	Wife's IRA
Common Stock					457.575 (6)	I	Custodian-Allison

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 Stock-based Incentive Plan.
- (2) Includes 407.645 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP). Also includes 1,825 shares acquired through Registrant's stock-based purchase plan (ASPP) for 2016.
- (3) Includes 127.170 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (4) Includes 28.968 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (5) Includes 69.733 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (6) Includes 4.715 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (7) Includes 4.715 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (8) Includes 4.715 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (9) Includes 64.485 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP)
- (10) Includes 0.099 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.