GERMAN AMERICAN BANCORP, INC.

Form 4/A

December 21, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

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response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

1(b).

(Print or Type Responses)

1. Name and A ERNST CH	Symbol GERMA	2. Issuer Name and Ticker or Trading Symbol GERMAN AMERICAN BANCORP, INC. [GABC]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 711 MAIN S	(First) (Middle STREET, BOX 810	(Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 12/15/2016				Director 10% Owner Officer (give title below) Other (specify below)				
JASPER, IN	(Street) 47546 (State) (Zip)	Filed(Mont) 12/15/20	4. If Amendment, Date Original Filed(Month/Day/Year) 12/15/2016 Table L. Non-Derivative Securities Acc					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person quired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	aı		3. Transactic Code (Instr. 8)	4. Securi	tities d (A) of d of (D 4 and (A) or	or))	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 (1)	12/15/2016(1)		<u>J(1)</u>	0 (1)	D (1)	<u>(1)</u>	446 (1)	I	By Spouse (Thomas Ernst IRA)		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	Expiration Date		of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	Year)	Underlyi	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	r. 3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								٨	mount		
						Date Exercisable	Expiration Date	or Title Nu	umber		
								of			
				Code V	(A) (D)				hares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

ERNST CHRISTINA M 711 MAIN STREET **BOX 810** JASPER, IN 47546

Signatures

/s/ Mark A Schroeder, Attorney-in-Fact

12/21/2016

**Signature of Reporting Person

Date

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).

Reporting Person previously made a good faith mistake in reporting a sale transaction that was to have occurred on December 15, 2016. However, while broker instructions for such sale were made on that date, Reporting Person cancelled the transaction before it was

(1) completed. As a result, no shares of Common Stock or sale proceeds changed hands. The original Form 4 is being amended by this Form 4 Amendment to reflect that such sale transaction was not completed. As such, the amount shown under Column 5 properly reflects such securities as continuing to be beneficially owned by Reporting Person.

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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