

BALL RICHARD
Form 5
February 15, 2012

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
BALL RICHARD

2. Issuer Name and Ticker or Trading Symbol
LANDMARK BANCORP INC
[LARK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2011

Director 10% Owner
 Officer (give title below) Other (specify below)

2006 BROADWAY

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

GREAT BEND, KS 66530

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 at end of Issuer's Fiscal Year (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) | Amount or Price | | |
| Common Stock | 03/07/2011 | Â | P5 | 407 A | \$ 18.938 | 52,063 ⁽¹⁾ D | Â |
| Common Stock | 05/23/2011 | Â | P5 | 478 A | \$ 16.303 | 52,063 ⁽¹⁾ D | Â |
| Common Stock | 09/06/2011 | Â | P5 | 502 A | \$ 15.7 | 52,063 ⁽¹⁾ D | Â |
| Common Stock | 11/28/2011 | Â | P5 | 484 A | \$ 16.5 | 52,063 ⁽¹⁾ D | Â |

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| | | | | | | | | | |
|--------------|------------|---|----|----|---|-----------|------------------|---|---------------|
| Common Stock | 03/07/2011 | Â | P5 | 2 | A | \$ 18.938 | 189 <u>(1)</u> | I | Spouse |
| Common Stock | 05/23/2011 | Â | P5 | 2 | A | \$ 16.303 | 189 <u>(1)</u> | I | Spouse |
| Common Stock | 09/06/2011 | Â | P5 | 2 | A | \$ 15.7 | 189 <u>(1)</u> | I | Spouse |
| Common Stock | 11/28/2011 | Â | P5 | 2 | A | \$ 16.5 | 189 <u>(1)</u> | I | Spouse |
| Common Stock | 03/07/2011 | Â | P5 | 80 | A | \$ 18.938 | 8,777 <u>(1)</u> | I | IRA |
| Common Stock | 05/23/2011 | Â | P5 | 94 | A | \$ 16.303 | 8,777 <u>(1)</u> | I | IRA |
| Common Stock | 09/06/2011 | Â | P5 | 99 | A | \$ 15.7 | 8,777 <u>(1)</u> | I | IRA |
| Common Stock | 11/28/2011 | Â | P5 | 95 | A | \$ 16.5 | 8,777 <u>(1)</u> | I | IRA |
| Common Stock | 03/07/2011 | Â | P5 | 6 | A | \$ 18.938 | 637 <u>(1)</u> | I | Spouse IRA |
| Common Stock | 05/23/2011 | Â | P5 | 7 | A | \$ 16.303 | 637 <u>(1)</u> | I | Spouse IRA |
| Common Stock | 09/06/2011 | Â | P5 | 7 | A | \$ 15.7 | 637 <u>(1)</u> | I | Spouse IRA |
| Common Stock | 11/28/2011 | Â | P5 | 7 | A | \$ 16.5 | 637 <u>(1)</u> | I | Spouse IRA |
| Common Stock | 03/07/2011 | Â | P5 | 58 | A | \$ 18.938 | 6,380 <u>(1)</u> | I | Pension |
| Common Stock | 05/23/2011 | Â | P5 | 68 | A | \$ 16.303 | 6,380 <u>(1)</u> | I | Pension |
| Common Stock | 09/06/2011 | Â | P5 | 72 | A | \$ 15.7 | 6,380 <u>(1)</u> | I | Pension |
| Common Stock | 11/28/2011 | Â | P5 | 69 | A | \$ 16.5 | 6,380 <u>(1)</u> | I | Pension |
| Common Stock | 03/07/2011 | Â | P5 | 4 | A | \$ 18.938 | 377 <u>(1)</u> | I | As Trustee |
| Common Stock | 05/23/2011 | Â | P5 | 4 | A | \$ 16.303 | 377 <u>(1)</u> | I | As Trustee |
| Common Stock | 09/06/2011 | Â | P5 | 4 | A | \$ 15.7 | 377 <u>(1)</u> | I | As Trustee |
| Common Stock | 11/28/2011 | Â | P5 | 4 | A | \$ 16.5 | 377 <u>(1)</u> | I | As Trustee |
| | Â | Â | Â | Â | Â | Â | 901 <u>(1)</u> | I | |

Common
StockSee
Footnote
(2)

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

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(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) | Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|-----|----------------------------------------------------------|-----------------|---------------------------------------------------------------|----------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | |
| Options to purchase common stock | \$ 19.76 ₍₁₎ | Â | Â | Â | Â | Â | 03/29/2005 ₍₃₎ | 03/29/2014 | Common Stock | 3,611 ₍₁₎ |
| Options to purchase common stock | \$ 20.27 ₍₁₎ | Â | Â | Â | Â | Â | 04/19/2007 ₍₄₎ | 04/19/2016 | Common Stock | 3,611 ₍₁₎ |
| Options to purchase common stock | \$ 18.91 ₍₁₎ | Â | Â | Â | Â | Â | 04/23/2009 ₍₅₎ | 04/23/2018 | Common Stock | 3,611 ₍₁₎ |
| Options to purchase common stock | \$ 15.48 ₍₁₎ | Â | Â | Â | Â | Â | 04/20/2012 ₍₆₎ | 04/20/2021 | Common Stock | 1,445 ₍₁₎ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BALL RICHARD 2006 BROADWAY GREAT BEND, KS 66530 | X | ^ | ^ | ^ |

Signatures

Mark Herpich as Attorney
in Fact 02/15/2012

**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).
- (1) As adjusted for stock dividend December 15, 2011.
- (2) Represents shares held by a company in which Mr. Ball has a controlled position or interest in.
- (3) Vest equally over the initial 4 years subsequent to grant date beginning March 29, 2005
- (4) Vest equally over the initial 4 years subsequent to grant date beginning April 19, 2007
- (5) Vest equally over the initial 4 yerars subsequent to grant date beginning April 23, 2009
- (6) Vest equally over the initial 4 years subsequent to grant date beginning April 20, 2012

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