### Edgar Filing: LANDMARK BANCORP INC - Form 4

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Form 4	K BANCOKI IN	C								
February 10,	2005									
FORN	14 UNITED	STATE	S SECUR	TITIES AND EXC	HANGE	COMMISSION	т	PPROVAL		
		<b>J</b> I I <b>I</b> I <b>I</b> J		hington, D.C. 2054			OMB Number:	3235-0287		
Check the if no long	ar						Expires:	January 31, 2005		
subject to Section 16. Form 4 or			OF CHAN	GES IN BENEFIC SECURITIES	CIAL OW	NERSHIP OF	Estimated	d average		
			SECURITIES				burden hou response			
Form 5	Form 5 Filed pursuant to Section 16(a) of the Securities Excha				es Exchang	ge Act of 1934,	responses	0.0		
obligation may cont				ility Holding Comp	•		on			
<i>See</i> Instru 1(b).	uction	30(h	) of the Inv	vestment Company	Act of 19	40				
1(0).										
(Print or Type F	Responses)									
1. Name and A	ddress of Reporting	Person *	2 Issuer	Name and Ticker or T	rading	5. Relationship o	f Reporting Per	son(s) to		
OLIPHANT			Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol			Issuer			
			LANDMARK BANCORP INC			(Check all applicable)				
			[LARK]							
(Last) (First) (Middle)			3. Date of Earliest Transaction			Director 10% Owner X_ Officer (give title Other (specify				
2005 CIRCLE LAKE DRIVE			(Month/Day/Year) 03/29/2004			below) below) Market President				
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
()			Filed(Month/Day/Year)			Applicable Line)				
DODGE CITY, KS 67801						_X_ Form filed by One Reporting Person Form filed by More than One Reporting				
DODGE CI	11, KS 07801					Person				
(City)	(State)	(Zip)	Table	e I - Non-Derivative Se	ecurities Ac	quired, Disposed o	of, or Beneficia	lly Owned		
1.Title of	2. Transaction Dat			3. 4. Securiti		5. Amount of	6. Ownership			
Security (Instr. 3)	(Month/Day/Year) E		ion Date, if	TransactionAcquired (A) or Code Disposed of (D)			Form: Direct (D) or	Indirect Beneficial		
		(Month	/Day/Year)	(Instr. 8) (Instr. 3, 4	and 5)	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
					(A)	Reported	(1130.4)	(11150.4)		
					or	Transaction(s) (Instr. 3 and 4)				
Common				Code V Amount	(D) Price	(instite and i)				
Stock						135 <u>(1)</u>	D			
Common										
Stock						119 <u>(1)</u>	Ι	ESOP		
Common						1 200 (1)	T			
Stock						1,389 <u>(1)</u>	Ι	IRA		

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

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#### number.

# 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. Transactio Code (Instr. 8)	5. Number out 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to acquire common stock	\$ 15.22 (1)					01/01/2002	01/01/2012	Common Stock	608 <u>(1)</u>
Options to acquire common stock	\$ 27.81 (1)	03/29/2004		A	7,623 ( <u>1)</u>	03/29/2005 <u>(2)</u>	03/29/2014	Common Stock	7,623 ( <u>1)</u>
Options to acquire common stock	\$ 15.22 (1)					(3)	01/01/2012	Common Stock	2,431 (1)

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
OLIPHANT MARK J 2005 CIRCLE LAKE DRIVE DODGE CITY, KS 67801			Market President			
Signatures						
Mark Herpich as Attorney In Fact for Mark J. Oliphant			09/02/2004			
<u>**</u> Signature of Reporting		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 the Company's 5% stock dividend in December, 2004
- (2) Vest equally over the initial 4 years subsequent to grant date beginning March 29, 2005
- (3) These options shall vest and may be exercised on a 5 year annual, graded vesting schedule, beginning 10/16/2002

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.