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).

(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reportin SMITH WILLIAM G JR	2. Issuer Name CAPITAL CI [CCBG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director X_ Officer (give title below) Other (specify below) CHAIRMAN AND CEO											
(Last) (First) C/O CAPITAL CITY BAN INC, 217 NORTH MONRO		3. Date of Earlies 01/12/2015	st Transactio	on (N	Month/Day	/Year)			СПА	IKWAN Z	AND CE	0	
(Street) TALLAHASSEE, FL 3230	4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ Form fil	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)	Т	able I - No	n-De	erivative S	Securiti	ies Acq	uired, Disp	osed of, or I	Beneficial	lly Own	ed	
Instr. 3) Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)			sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		6. Ownership Form: Direct (D)	hip Indire Bene		
		(World Buy Tour)	Code	V	Amount	(A) or (D)	Price	(IIISU. 3 and 4)			or Indir (I) (Instr. 4	ect (Instr	
Common Stock	01/12/2015		A		14,184 (1)	A	\$ 0	2,299,530)		D		
Common Stock								1,049,361	l		I	2S Parti	nership
Common Stock								1,768			I	WG Trus	
Common Stock								4,910 (2)			I	WG IRA	-
Common Stock								55,666			I	Spor Paul Smit	a P.
Common Stock								4,614 ⁽³⁾			I	Spot IRA	
Common Stock								87,952			Ι	JWS	Trust
Common Stock								87,115			I	WG Trus	S III -
Common Stock								80,728			I	VAS Trus	
Common Stock								80,728			I	WH: Trus	
Reminder: Report on a separate li	ne for each class of secu	rities beneficially o	owned direct	lv o	r indirectly	v							
				Per cor	rsons wh ntained ir	o resp	form a	o the collect re not requently rently valid	ired to res	spond u	nless	SEC 147	74 (9-02)
	Table II -	Derivative Securi	-		-	-		•					
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Month/I	Day/Year) Execution D	``	5.	6. I and (M	Date Exerc d Expiratio conth/Day/	cisable on Date	7. Ar Ur Se	Fitle and acount of derlying surities str. 3 and Security (Instr. 5) 8. Price of Derivative Security (Instr. 5) 9. Numb Derivative Security Securities Owned Followin Reporter Transact (Instr. 4)		ve Ces F ally S Sing Contion(s)	O. Dwnership Form of Derivative ecurity: Direct (D) r Indirect (I) Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

		Codo	7.7	(4)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
		Code	V	(A)	(D)				Snares		

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
SMITH WILLIAM G JR C/O CAPITAL CITY BANK GROUP INC 217 NORTH MONROE STREET TALLAHASSEE, FL 32301	X	X	CHAIRMAN AND CEO					

Signatures

	/s/ William G. Smith, Jr.	01/13/2015
,	**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) Shares granted to the reporting person under the Registrant's stock-based Incentive Plan.
- (2) Includes 30 shares of common stock acquired through the Dividend Reinvestment Plan (DRIP).
- (3) Includes 29 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.