

LANDMARK BANCORP INC  
 Form 4  
 February 10, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**OLIPHANT MARK J**

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)  
**2005 CIRCLE LAKE DRIVE**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**03/29/2004**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Market President**

**DODGE CITY, KS 67801**  
 (City) (State) (Zip)

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

**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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					135 <sup>(1)</sup>	D	
Common Stock					119 <sup>(1)</sup>	I	ESOP
Common Stock					1,389 <sup>(1)</sup>	I	IRA

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

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SEC 1474 (9-02)

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

## 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

                     \*\*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 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.

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