

OLD SECOND BANCORP INC
Form 4
March 06, 2015

FORM 4

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

OMB APPROVAL

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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 *
MEYER WILLIAM J

2. Issuer Name and Ticker or Trading Symbol
OLD SECOND BANCORP INC
[OSBC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/06/2015

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

37 S. RIVER ST.
(Street)

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

AURORA, IL 60506
(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 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) | Price | | |
| | | | | Code | V | Amount | |
| Old Second Bancorp, Inc. Common Stock | 03/06/2015 | | A | 2,500 | A | 132,618 ⁽¹⁾ | D |
| Old Second Bancorp, Inc. Common Stock | | | | | | 130,118 | D |
| Old Second Bancorp, | | | | | | 2,452 | D |

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| | | | | | | | |
|---|--|--|--|-----|---|--|--|
| Inc. Common Stock | | | | | | | |
| Old Second Bancorp, Inc. Common Stock | | | | 666 | I | | Held in Spouse IRA |
| Old Second Bancorp, Inc. Common Stock | | | | 532 | I | | Held in nominee name for spouse |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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) | 8. Amount or Number of Shares |
|---|--|---|---|--------------------------------------|--|--|---|---|
| Employee Stock Option (Right to buy) | \$ 7.49 | | | | | Date Exercisable 02/17/2010 | Expiration Date 02/17/2019 | Common Stock 1,500 |
| Employee Stock Option (Right to buy) | \$ 27.75 | | | | | 12/18/2008 | 12/18/2017 | Common Stock 1,500 |
| | \$ 29.2 | | | | | 12/19/2007 | 12/19/2016 | 1,500 |

| | | | | | |
|--|----------|------------|------------|-----------------|-------|
| Employee Stock Option (Right to buy) | | | | Common Stock | |
| Employee Stock Option (Right to buy) | \$ 31.34 | 12/20/2005 | 12/20/2015 | Common Stock | 1,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MEYER WILLIAM J 37 S. RIVER ST. AURORA, IL 60506 | | X | | |

Signatures

/s/ William J.
Meyer 03/06/2015

**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) Included in this total are 30,794 shares held in Trust; 51,370 shares held in Mr. Meyer's name alone; 45,454 shares held by Mr. Meyer in a brokerage account and 5,000 of restricted stock units in the name of Mr. Meyer.
 - (2) These shares represent a Restricted Stock Units grant pursuant to Old Second Bancorp, Inc. 2015 Equity Incentive Plan.

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.