

LINDGREN KENNETH
Form 4
September 02, 2009

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 *
LINDGREN KENNETH

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)

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

C/O DACO INCORPORATED, 609 AIRPORT RD.

09/01/2009

(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

N. AURORA, IL 60542

(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)
			Code	V	Amount or Price		
Old Second Bancorp Inc. Common Stock	09/01/2009	(1)	M		1,455 A (3)	54,251 (2)	D
Old Second Bancorp Inc. Common Stock	09/01/2009	(1)	D		\$ 1,455 A 5.33	52,796	D
						2,000	I

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Old Second
Bancorp
Inc.
Common
Stock

Spouse's
Trust

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
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Phantom Stock	(3)	09/02/2009	(1)	M	1,455	(1) (1)	Phantom Stock	8,730
Employee Stock Option (Right to Buy)	\$ 7.49					02/17/2010 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
Employee Stock Option (Right to Buy)	\$ 29.2					12/16/2007 12/19/2016	Common Stock	1,500
Employee Stock Option (Right to Buy)	\$ 31.34					12/20/2005 12/20/2015	Common Stock	1,500

Buy)
 Employee
 Stock
 Option \$ 32.59 12/20/2005 12/21/2014 Common Stock 1,500
 (Right to
 Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LINDGREN KENNETH C/O DACO INCORPORATED 609 AIRPORT RD. N. AURORA, IL 60542	X			

Signatures

/s/ Kenneth
 Lindgren 09/01/2009

**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) Does not apply.
- (2) Included in this total are 1,084 shares held in Mr. Lindgren's name alone; 48,446 shares held in Mr. Lindgren's name as Trustee and 2,670 shares held in nominee name and 596 shares of restricted stock units.
- (3) Each share of Phantom Stock is the economic equivalent of one share of Old Second Bancorp Inc. Common stock. The reporting person settled 1455 shares of Phantom Stock for cash pursuant to the terms of the Old Second Bancorp Directors' Deferred Compensation Plan. This is part of a payout plan between Mr. Lindgren and the consulting group.

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.