#### SCHMITZ JAMES C

Form 4

February 02, 2009

# FORM 4

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

OMB

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

3235-0287 Number: January 31, Expires: 2005

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**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations

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

burden hours per response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

may continue. See Instruction

30(h) of the Investment Company Act of 1940

Symbol

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

SCHMITZ JAMES C

1. Name and Address of Reporting Person \*

			OLD SECOND BANCORP INC [OSBC]				(Check all applicable)			
(Last)  37 S. RIVE	, ,	(Mo	Date of Earliest Tooth/Day/Year) /30/2009	ransaction		_	_X Director Officer (give toelow)	Officer (give title Other (specify		
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check Applicable Line)			
AURORA,	, IL 60506						_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-I	Derivative S	Secur	ities Acqui	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3) Old Second	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Y	Code	omr Dispose (Instr. 3, 4	ed of	(D)	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 Indirect Beneficial Ownership (Instr. 4)	
Bancorp Inc. Common Stock	01/30/2009	<u>(1)</u>	S	10,000	D	\$ 9.2335	284,796	D		
Old Second Bancorp Inc. Common Stock	01/30/2009	<u>(1)</u>	S	10,000	D	\$ 9.1546	274,796	D		

#### Edgar Filing: SCHMITZ JAMES C - Form 4

Old

Second

Bancorp (1) 01/30/2009 S 10,000 D \$9 264,796 (2) D Inc.

Common Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

8. F Der Sec (Ins

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	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
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					12/19/2007	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
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

SCHMITZ JAMES C

37 S. RIVER ST. X

AURORA, IL 60506

**Signatures** 

/s/ James C.

Schmitz 01/30/2009

\*\*Signature of Date

Reporting Person

## **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 200 shares held in Mr. Schmitz' name alone and 264,596 shares held by James Schmitz as Trustee of the James C. Schmitz Trust.

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.

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