

Edgar Filing: HEARTLAND FINANCIAL USA INC - Form 4

| | | | |
|--------------|--|---|----------------------|
| Common Stock | 1,944.207 ⁽¹⁾ <u>(5)</u> | I | By Son |
| Common Stock | 123,078 ⁽¹⁾ <u>(3)</u> | I | As Trustee |
| Common Stock | 611.191 ⁽¹⁾ <u>(5)</u> | I | Minor Son |
| Common Stock | 2,708.577 ⁽⁵⁾ | I | IRA |
| Common Stock | 9,342 ⁽⁷⁾ | I | HTLF Retirement Plan |

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

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SEC 1474
(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 Security (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-Qualified Stock Option (Right to Buy) | \$ 8.8 | 04/09/2008 | | M | 8,250 | <u>(4)</u> | 01/15/2012 | Common Stock | 0 |
| Non-Qualified Stock Option (Right to Buy) | \$ 11.84 | 04/09/2008 | | M | 15,000 | <u>(4)</u> | 01/21/2013 | Common Stock | 0 |
| Non-Qualified Stock Option (Right To Buy) | \$ 19.48 | | | | | <u>(4)</u> | 01/20/2014 | Common Stock | 15,000 |
| Non-Qualified Stock Option (Right to Buy) | \$ 21 | | | | | <u>(4)</u> | 02/10/2015 | Common Stock | 15,000 |
| Non-Qualified Stock Option | \$ 21.6 | | | | | <u>(4)</u> | 02/06/2016 | Common Stock | 10,000 |

| | | | | | |
|--|----------|-----|------------|-----------------|------|
| (Right to Buy Non-Qualified Stock Option (Right to Buy) | \$ 29.65 | (4) | 01/16/2017 | Common Stock | 10,0 |
| (Right to Buy Non-Qualified Stock Option (Right to Buy) | \$ 18.6 | (4) | 01/24/2018 | Common Stock | 8,0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| FULLER LYNN B 1398 CENTRAL AVE. DUBUQUE, IA 52001 | X | | President & CEO | |

Signatures

/s/ Lynn B. Fuller 04/10/2008

__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) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or any other purpose.
- (2) Shares held by Lynn B. Fuller Trust Under Agreement dated 5-7-96, Lynn B. Fuller Trustee
- (3) Shares held by the Emma O. Fuller Trust dated 9-3-85 Dubuque Bank & Trust, L.S. Fuller & L.B. Fuller, co-trustees
- (4) Represents options to buy granted under the Company's Stock Option Plan, a Rule 16(b)(3) plan, which options vest one-third per year beginning on the 3rd anniversary of date of grant.
- (5) These shares participate in a Dividend Reinvestment Plan.
- (6) Restricted Stock Awards granted under the 2005 Long-Term Incentive Plan.
- (7) Represents shares allocated to the reporting person's account under the Heartland Financial USA, Inc. Retirement Plan as a result of the Pension Plan Protection Act of 2006.
- (8) Double line entry - see next line for total.

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.