

OLD SECOND BANCORP INC  
Form 4  
April 10, 2014

**FORM 4**

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

OMB APPROVAL

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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 \*  
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)  
04/08/2014

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) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                       |                                      |  | Code                           | V   | Amount (D) or Price (A)   |  |                                   |
| Old Second Bancorp, Inc. Common Stock | 04/08/2014                           |  | P                              |   | 45,454 A \$ 4.4   | 127,618 (1)  | D                                 |
| Old Second Bancorp, Inc. Common Stock |                                      |  |                                |   |   | 2,452  | D                                 |
| Old Second Bancorp, Inc. Common Stock |                                      |  |                                |   |   | 666  | I Held in Spouse                  |

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|   |  |  |  |     |   |  |  |
|---|--|--|--|-----|---|--|--|
| Inc.<br>Common<br>Stock                           |  |  |  |     |   |  | IRA                                      |
| Old Second<br>Bancorp,<br>Inc.<br>Common<br>Stock |  |  |  | 532 | I |  | Held in<br>nominee<br>name for<br>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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of<br>Shares |  |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title                                     | Amount<br>or<br>Number<br>of<br>Shares |
| Employee<br>Stock<br>Option<br>(Right to<br>buy)    | \$ 7.49  |   |   |                                      |  | 02/17/2010   | 02/17/2019  | Common<br>Stock                           | 1,500                                  |
| Employee<br>Stock<br>Option<br>(Right to<br>buy)    | \$ 27.75   |   |   |                                      |  | 12/18/2008   | 12/18/2017  | Common<br>Stock                           | 1,500                                  |
| Employee<br>Stock<br>Option<br>(Right to<br>buy)    | \$ 29.2  |   |   |                                      |  | 12/19/2007   | 12/19/2016  | Common<br>Stock                           | 1,500                                  |
|   | \$ 31.34   |   |   |                                      |  | 12/20/2005   | 12/20/2015  |   | 1,500                                  |

|  |  |            |            |  |                 |       |
|--|--|------------|------------|--|-----------------|-------|
| Employee<br>Stock<br>Option<br>(Right to<br>buy)               |  |            |            |  | Common<br>Stock |       |
| Employee<br>Stock<br>Option      \$ 32.59<br>(Right to<br>buy) |  | 12/20/2005 | 12/21/2014 |  | Common<br>Stock | 1,500 |

## Reporting Owners

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

## Signatures

|                                    |            |
|------------------------------------|------------|
| /s/ William J.<br>Meyer            | 04/08/2014 |
| **Signature of<br>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 and 45,454 shares held by Mr. Meyer in a brokerage account.

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.