OLD SECOND BANCORP INC

Form 4

March 06, 2015

FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations may continue.

See Instruction

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

1(b).

(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) 37 S. RIVEF	, , ,	(Mo		f Earliest Transaction Day/Year)				_X_ Director 10% Owner Officer (give title below) Other (specify below)			
AURORA, I	(Street)	4. If	f Amendment, Date Original ed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(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 Datany (Month/Day/Y		3. Transactic Code (Instr. 8)	Disposed (Instr. 3,	d (A) of (E) 4 and (A) or	D) . 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 Indirect Beneficial Ownership (Instr. 4)	
Old Second Bancorp, Inc. Common Stock	03/06/2015			A	2,500	A	(2)	132,618 (1)	D		
Old Second Bancorp, Inc. Common Stock								130,118	D		
Old Second Bancorp,								2,452	D		

OMB APPROVAL

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January 31,

2005

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Inc. Common Stock											
Old Second Bancorp, Inc. Common Stock	1					666	I	Held in Spouse IRA			
Old Second Bancorp, Inc. Common Stock	i					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. 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)	A (, E o ()	lumber f	Expiration I (Month/Day		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. De Se (II		

				(A) or Disposed of (D) (Instr. 3, 4, and 5)				
		Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to buy)	\$ 7.49				02/17/2010	02/17/2019	Commonn 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

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Employee Common Stock Stock

Option (Right to buy)

Employee

Stock

(Right to buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MEYER WILLIAM J

37 S. RIVER ST. X

AURORA, IL 60506

Signatures

/s/ William J.

Meyer 03/06/2015

**Signature of Person 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) 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.

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