

OLD SECOND BANCORP INC
Form 4
June 17, 2008

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.

06/17/2008

(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 | (A) or (D) | Price | | |
| Old Second Bancorp Inc. Common Stock | 06/17/2008 | (1) | P | 70 | A | \$ 16.21 | 52,000 (2) | D | |
| Old Second Bancorp Inc. Common Stock | | | | | | | 2,000 (3) | I | Spouse's Trust |

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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) | 8. 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 | | | | | 12/16/2007 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 |
| Employee Stock Option (Right to Buy) | \$ 32.59 | | | | | 12/20/2005 12/21/2014 | Common Stock | 1,500 |
| Phantom Stock | (1) | | | | | (1) (1) | Phantom Stock | 11,640 |

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 | 06/17/2008 |
| **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 884 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.
 - (3) These shares are held in a brokerage account on behalf of spouse's trust.

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