

LINDGREN KENNETH

Form 4

September 02, 2009

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
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

OMB APPROVAL

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(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.

09/01/2009

(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	09/01/2009	(1)	M		1,455	A	(3) 54,251 (2)
Old Second Bancorp Inc. Common Stock	09/01/2009	(1)	D		1,455	A	\$ 5.33 52,796
							2,000 I

Old Second
Bancorp
Inc.
Common
Stock

Spouse's
Trust

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 Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	(3)	09/02/2009	(1)	M	1,455	(1)	(1)	Phantom Stock	8,730
Employee Stock Option (Right to Buy)	\$ 7.49					02/17/2010	02/17/2019	Common Stock	1,500
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	\$ 31.34					12/20/2005	12/20/2015	Common Stock	1,500

Buy)

Employee

Stock

Option \$ 32.59

(Right to

Buy)

12/20/2005

12/21/2014

Common
Stock

1,500

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

09/01/2009

Lindgren

__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 1,084 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 and 596 shares of restricted stock units.

Each share of Phantom Stock is the economic equivalent of one share of Old Second Bancorp Inc. Common stock. The reporting person
(3) settled 1455 shares of Phantom Stock for cash pursuant to the terms of the Old Second Bancorp Directors' Deferred Compensation Plan.
This is part of a payout plan between Mr. Lindgren and the consulting group.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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