

BONIFAS EDWARD

Form 4

November 12, 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 *
BONIFAS EDWARD

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)
11/10/2009

☒ 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 Indirect Beneficial Ownership (Instr. 4)
Old Second Bancorp Inc. Common Stock	11/10/2009	<u>(1)</u>	P	710	A \$ 5.98	21,336	D
Old Second Bancorp Inc. Common Stock	11/10/2009	<u>(1)</u>	P	390	A \$ 5.989	21,726	D
Old Second Bancorp	11/10/2009	<u>(1)</u>	P	100	A \$ 5.99	21,826	D

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Inc.
Common
Stock

Old Second
Bancorp

Inc.	11/10/2009	<u>(1)</u>	P	300	A	\$ 6.1	22,126	D
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Common
Stock

Old Second
Bancorp

Inc.	11/10/2009	<u>(1)</u>	P	200	A	\$ 5.99	22,326	D
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Common
Stock

Old Second
Bancorp

Inc.	11/10/2009	<u>(1)</u>	P	195	A	\$ 6.089	22,521	D
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Common
Stock

Old Second
Bancorp

Inc.	11/10/2009	<u>(1)</u>	P	3,105	A	\$ 6.09	25,626 <u>(2)</u>	D
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Common
Stock

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)	8. P. Der Sec (Ins
	\$ 7.49			Code V	(A) (D)	Date Exercisable 02/17/2010	Expiration Date 02/17/2019	Title Amount or Number of Shares 1,500

Employee Stock Option (Right to Buy					Common Stock	
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	12/19/2007	12/19/2016		Common Stock	1,500
Employee Stock Option (Right to Buy	\$ 31.34	12/20/2005	12/21/2015		Common Stock	1,500
Employee Stock Option (Right to Buy	\$ 32.59	12/20/2005	12/21/2014		Common Stock	1,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BONIFAS EDWARD 37 S. RIVER ST. AURORA, IL 60506	X			

Signatures

/s/ Edward
Bonifas 11/10/2009

**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 266 shares are held in Mr. Bonifas' name outright, 596 shares of restricted stock units and 24,764 shares held in a brokerage account.

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