PECKOSH PAUL J

Form 4 March 04, 2010

# FORM 4

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

OMB 3235-0287 Number:

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue.

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

response...

burden hours per

See Instruction

30(h) of the Investment Company Act of 1940 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PECKOSH PAUL J Issuer Symbol HEARTLAND FINANCIAL USA

INC [HTLF]

(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X\_ Officer (give title \_ Other (specify (Month/Day/Year) below) below)

1398 CENTRAL AVE. 03/04/2010 SVP, Trust

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

DUBUQUE, IA 52001

Person

							reison		
(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secur	ities A	equired, Disposed	l of, or Benefic	ially 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)	1			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/04/2010		Code V	Amount 600	or (D) D	Price \$ 15	(Instr. 3 and 4) 97,602 (1) (4) (6) (7)	D	
Common Stock							8,232	I	401(k)
Common Stock							2,275	I	By Spouse
Common Stock							6,609 <u>(5)</u>	I	HTLF Retirement Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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. Transactio Code (Instr. 8)	5. onNumber 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
Non-Qualified Stock Option (Right to Buy	\$ 8.67					(3)	06/01/2011	Common Stock	750
Non-Qualified Stock Option (Right to Buy	\$ 8.8					<u>(3)</u>	01/15/2012	Common Stock	750
Non-Qualified Stock Option (Right to Buy	\$ 11.84					<u>(3)</u>	01/21/2013	Common Stock	3,000
Non-Qualified Stock Option (Right to Buy)	\$ 19.48					(3)	01/20/2014	Common Stock	2,000
Non-Qualified Stock Option (Right to Buy)	\$ 21					<u>(3)</u>	02/10/2015	Common Stock	2,000
Non-Qualified Stock Option (Right to Buy	\$ 21.6					(3)	02/06/2016	Common Stock	1,500
Non-Qualified Stock Option (Right to Buy)	\$ 29.65					(3)	01/16/2017	Common Stock	1,500
Non-Qualified Stock Option (Right to Buy)	\$ 18.6					(3)	01/24/2018	Common Stock	1,500

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### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PECKOSH PAUL J

1398 CENTRAL AVE. SVP, Trust

DUBUQUE, IA 52001

## **Signatures**

/s/ Paul J.

Peckosh 03/04/2010
\*\*Signature of Date

\*\*Signature of 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) Includes 4,940 shares held jointly with reporting person's spouse.
- (2) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (3) Represents options to buy granted under the Company's Stock Option Plan, a Rule 16(b)(3) plan, which options vest one-third per year beginning on the 3rd anniversary of date of grant.
- (4) Includes 2,305 Restricted Stock Awards granted under the 2005 Long-Term Incentive Plan.
- (5) Represents shares allocated to the reporting person's account under the Heartland Financial USA, Inc. Retirement Plan as a result of the Pension Plan Protection Act of 2006.
- (6) Includes 500 shares held in street name at Howe Barnes Investments.
- (7) Includes 2,000 Restricted Stock Units (RSU). Each RSU represents the right to receive one share of common stock. The grant vests in three equal installments on the third, fourth and fifth anniversaries of the grant date.

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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