

QCR HOLDINGS INC
Form 4
December 19, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Oakes John R.

(Last) (First) (Middle)
3551 7TH STREET, SUITE 100
(Street)

MOLINE, IL 61265

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
QCR HOLDINGS INC [QCRH]

3. Date of Earliest Transaction
(Month/Day/Year)
12/09/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP-Controller & Dir of Fin Rep

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 12/09/2014 | | M | 750 | A \$ 9.3 | 3,205 | D |
| Common Stock | 12/09/2014 | | M | 1,000 | A \$ 9 | 4,205 | D |
| Common Stock | 12/09/2014 | | S | 1,750 | D \$ 18 | 2,455 | D |
| Common Stock | 12/18/2014 | | M | 600 | A \$ 7.99 | 3,055 | D |
| Common Stock | 12/18/2014 | | M | 600 | A \$ 9.301 | 3,655 | D |

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| | | | | | | | | |
|--------------|------------|---|-------|---|-------|----------|---|-------------------------------|
| Common Stock | 12/18/2014 | S | 1,200 | D | \$ 18 | 2,455 | D | |
| Common Stock | | | | | | 1,220.29 | I | by Managed Account <u>(1)</u> |

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

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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 (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 Security (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy) | \$ 7.99 | 12/18/2014 | | M | 600 | 02/01/2012 02/01/2016 | Common Stock | 600 | |
| Non-Qualified Stock Option (right to buy) | \$ 9 | 12/09/2014 | | M | 1,000 | 02/01/2011 02/01/2020 | Common Stock | 1,000 | |
| Non-Qualified Stock Option (right to buy) | \$ 9.3 | 12/09/2014 | | M | 750 | 02/02/2010 02/02/2019 | Common Stock | 750 | |
| Non-Qualified Stock Option (right to buy) | \$ 9.301 | 12/18/2014 | | M | 600 | 02/01/2013 02/01/2022 | Common Stock | 600 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Oakes John R. 3551 7TH STREET | | | VP-Controller & Dir of Fin Rep | |

SUITE 100
MOLINE, IL 61265

Signatures

By: Shellee R. Showalter For: John R.
Oakes

12/19/2014

__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) Indirect beneficial ownership by 401 (k) plan

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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