

ANDERSON JOHN H  
Form 4  
March 05, 2019

**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 \*  
ANDERSON JOHN H

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3551 SEVENTH STREET, SUITE 204  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/01/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President/CEO QCBT

MOLINE, IL 61265

(City) (State) (Zip)

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

**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                    | 03/01/2019                           |  | F(1)                           | 535 D \$ 36   | 3,884   | D  |                                   |
| Common Stock                    |                                      |  |                                |   | 35,083.53   | I  | by Managed Account                |

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

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SEC 1474 (9-02)

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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 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Performance Shares                         | \$ 36 <sup>(2)</sup>                                   | 03/01/2019                           |  | A                              | 2,525   | 03/01/2020 <sup>(2)</sup> 03/01/2029                     | Common Stock  |
| Non-Qualified Stock Option (right to buy)  | \$ 17.1  |                                      |  |                                |   | 02/03/2015 02/03/2024                                    | Common Stock  |
| Non-Qualified Stock Option (right to buy)  | \$ 17.49   |                                      |  |                                |   | 02/02/2016 02/02/2025                                    | Common Stock  |
| Non-Qualified Stock Option (right to buy)  | \$ 22.64   |                                      |  |                                |   | 02/01/2017 02/01/2026                                    | Common Stock  |
| Non-Qualified Stock Option (right to buy)  | \$ 42.75   |                                      |  |                                |   | 03/09/2018 <sup>(3)</sup> 03/09/2027                     | Common Stock  |
| Performance Shares                         | \$ 33.23 <sup>(5)</sup>                                |                                      |  |                                |   | 01/01/2020 <sup>(4)</sup> 01/14/2029                     | Common Stock  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                       |       |
|---|---------------|-----------|-----------------------|-------|
|   | Director      | 10% Owner | Officer               | Other |
| ANDERSON JOHN H<br>3551 SEVENTH STREET<br>SUITE 204<br>MOLINE, IL 61265 |               |           | President/CEO<br>QCBT |       |

## Signatures

By: Shellee R. Showalter For: John H. Anderson 03/05/2019

\_\_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) Surrender of common stock to issuer upon vesting of restricted stock award to pay withholding taxes

Represents a restricted stock unit grant. Each restricted stock unit represents a contingent right to receive one share of QCR Holdings, Inc.

(2) common stock or the cash equivalent of one share of common stock. The restricted stock units vest in four annual equal installments beginning on March 1, 2020. The settlement of such units are anticipated to be settled in cash.

(3) These options are exercisable in annual increments of 25% each, with the first 25% vesting on the first anniversary of the option grant.

(4) These units vest in approximately equal installments on January 1 in each of calendar years 2020 through 2024.

(5) These units convert into shares of common stock on a 1-for-1 basis and fifty percent (50%) of the award is subject to a performance threshold.

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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