

PECKOSH PAUL J

Form 4

June 09, 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 \*  
PECKOSH PAUL J

2. Issuer Name **and** Ticker or Trading  
Symbol  
HEARTLAND FINANCIAL USA  
INC [HTLF]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
1398 CENTRAL AVE.  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/05/2009

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
SVP, Trust

DUBUQUE, IA 52001

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

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

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4)           |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|---------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                   |
| Common<br>Stock                       | 06/05/2009                              |                                                             | G                                    |                                                                            | 100                                                                                                                | D \$ 0                                                               | 101,849 <sup>(1)</sup> <sup>(4)</sup> D           |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            |                                                                                                                    |                                                                      | 8,232 I 401(k)                                    |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            |                                                                                                                    |                                                                      | 2,275 I By Spouse<br><sup>(2)</sup>               |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            |                                                                                                                    |                                                                      | 6,609 <sup>(5)</sup> I HTLF<br>Retirement<br>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)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                        |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|-----------------|----------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                                  | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |
| Non-Qualified<br>Stock Option<br>(Right to Buy      | \$ 12                                                              |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | (3)                                                                 | 01/17/2010         | Common<br>Stock | 2,250                                  |
| Non-Qualified<br>Stock Option<br>(Right to Buy      | \$ 8.67                                                            |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | (3)                                                                 | 06/01/2011         | Common<br>Stock | 750                                    |
| Non-Qualified<br>Stock Option<br>(Right to Buy      | \$ 8.8                                                             |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | (3)                                                                 | 01/15/2012         | Common<br>Stock | 750                                    |
| Non-Qualified<br>Stock Option<br>(Right to Buy      | \$ 11.84                                                           |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | (3)                                                                 | 01/21/2013         | Common<br>Stock | 3,000                                  |
| Non-Qualified<br>Stock Option<br>(Right to Buy)     | \$ 19.48                                                           |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | (3)                                                                 | 01/20/2014         | Common<br>Stock | 2,000                                  |
| Non-Qualified<br>Stock Option<br>(Right to Buy)     | \$ 21                                                              |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | (3)                                                                 | 02/10/2015         | Common<br>Stock | 2,000                                  |
| Non-Qualified<br>Stock Option<br>(Right to Buy      | \$ 21.6                                                            |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | (3)                                                                 | 02/06/2016         | Common<br>Stock | 1,500                                  |
| Non-Qualified<br>Stock Option<br>(Right to Buy)     | \$ 29.65                                                           |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | (3)                                                                 | 01/16/2017         | Common<br>Stock | 1,500                                  |
|                                                     | \$ 18.6                                                            |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | (3)                                                                 | 01/24/2018         |                 | 1,500                                  |

Non-Qualified  
Stock Option  
(Right to Buy)

Common  
Stock

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |            |       |
|----------------------------------------------------------|---------------|-----------|------------|-------|
|                                                          | Director      | 10% Owner | Officer    | Other |
| PECKOSH PAUL J<br>1398 CENTRAL AVE.<br>DUBUQUE, IA 52001 |               |           | SVP, Trust |       |

## Signatures

/s/ Paul J.  
Peckosh 06/09/2009

\_\_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) 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 3,231 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.

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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