

OLD SECOND BANCORP INC
Form 8-K
May 02, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

Current Report

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **April 28, 2014**

Old Second Bancorp, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

0-10537
(Commission File Number)

36-3143493
(I.R.S. Employer Identification
No.)

37 South River Street
Aurora, Illinois 60507
(Address of principal executive offices) (Zip code)

(630) 892-0202
(Registrant's telephone number, including area code)

N/A

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

On April 28, 2014, the Company repurchased 25,669 shares of its Series B Fixed Rate Cumulative Perpetual Preferred Stock (the Series B) from certain holders, which included certain of the Company s officers and directors, at a repurchase price of 94.75% of the per share liquidation value, or \$947.50 per share, for a total repurchase price of approximately \$24.3 million. The holders of such shares also waived their rights to any dividends on the Series B, and such holders will not receive any part of the declared dividend on the Series B.

The Company s repurchase of the Series B was done in connection with its successful public offering of 15,525,000 shares of its common stock. The terms of the Series B repurchase were consistent with the terms previously disclosed in the Company s registration statement for its public offering.

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 2, 2014

OLD SECOND BANCORP, INC.

| | |
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| By: | /s/ J. Douglas Cheatham |
| Name: | J. Douglas Cheatham |
| Title: | Executive Vice President and Chief Financial Officer |