

HELLING LARRY J
Form 5
February 17, 2009

FORM 5

**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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
HELLING LARRY J

(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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2008

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)

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D) Price			
Common Stock	03/31/2008	Â	P	28	A \$ 12.825	480	D	Â
Common Stock	06/30/2008	Â	P	26	A \$ 11.259	506	D	Â
Common Stock	09/30/2008	Â	P	31	A \$ 11.25	537	D	Â
Common Stock	12/31/2008	Â	P	34	A \$ 9	571	D	Â
	03/31/2008	Â	P	695.46	A \$ 14.9	4,317.16	I	

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Common Stock										by Managed Account
Common Stock	06/30/2008	Â	P	17	A	\$ 12.51	4,334.16	I		by Managed Account
Common Stock	09/30/2008	Â	P	33	A	\$ 13.3	4,367.16	I		by Managed Account
Common Stock	12/31/2008	Â	I	16.86	D	\$ 10	4,350.3	I		by Managed Account (1)
Common Stock	03/31/2008	Â	P	4.27	A	\$ 14.9	4,021.595	I		by Trust
Common Stock	06/30/2008	Â	P	8.2	A	\$ 12.51	4,029.795	I		by Trust
Common Stock	12/31/2008	Â	P	13.09	A	\$ 11.62	4,042.885	I		by Trust
Common Stock	Â	Â	Â	Â	Â	Â	33,250	I		by IRA

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 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)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is Fi (I
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

HELLING LARRY J
3551 7TH STREET
SUITE 100
MOLINE, IL 61265

X

Signatures

By: Rick J. Jennings For: Larry J.
Helling

02/17/2009

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) Indirect beneficial ownership by 401 (k) plan.

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