OLD SECOND BANCORP INC

Form 4

June 13, 2005

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

(Print or Type Responses)

1. Name and Address of Reporting Person [*] BONIFAS EDWARD	2. Issuer Name **and** Ticker or Trading Symbol OLD SECOND BANCORP INC [OSBC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 06/10/2005 | __X__ Director _____ 10% Owner _____ Officer (give title _____ Other (specify below) below) |

37 S. RIVER ST.

(Street)

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

AURORA, IL 60506

| (City) | (State) | (Zip) |

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Old Second Bancorp Inc. Common Stock	06/10/2005	(1)	A		100	A	$ 28.88	8,496 (2)	D	
Old Second Bancorp Inc. Common Stock	06/10/2005	(1)	A		100	A	$ 29.91	8,596 (2)	D	

Old Second Bancorp Inc. Common Stock	06/10/2005	(1)		A	800	A	$28.98	9,396 (2)	D	
Old Second Bancorp Inc. Common Stock								3,200 (3)	I	Beneficially owned by FADS in which Mr. Bonifas has limited partnership interest

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 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. P Der Sec (Ins
								Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
				Code	V	(A)	(D)					
Employee Stock Option (Right to Buy	$ 32.59							12/21/2005	12/21/2014	Common Stock	1,500	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Reporting Owners 2

BONIFAS EDWARD
37 S. RIVER ST.   X
AURORA, IL 60506

Signatures

/s/ Edward
Bonifas   06/10/2005

<u>**</u>Signature of   Date
Reporting Person

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)   Does not apply.

(2)   Included in this total are 266 shares held in Mr. Bonifas' name in certificated form and 9,130 shares held in street name.

(3)   Shares benificaially owned by FADS partnership in which Mr. Bonifas has a 19.8% partnership interest in limited partnership.

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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