### **BAUER MICHAEL A**

Form 5

February 17, 2009

#### **OMB APPROVAL** FORM 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form

Expires: 2005 Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL burden hours per OWNERSHIP OF SECURITIES response... 1.0

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

5 obligations

may continue.

Transactions Reported

1. Name and Address of Reporting Person ** BAUER MICHAEL A			2. Issuer Name <b>and</b> Ticker or Trading Symbol QCR HOLDINGS INC [QCRH]	5. Relationship of Reporting Person(s) to Issuer		
(Last) 3551 7TH S7	(First)	(Middle) UITE 100	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2008	(Check all applicable)  _X_ Director 10% Owner _X_ Officer (give title Other (specibelow)  Vice Chairman, QCR Holdings		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting  (check applicable line)		

### MOLINE, ILÂ 61265

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person

**OMB** 

Number:

3235-0362

January 31,

(City)	(State)	(Zip) Tab	le I - Non-Der	rivative Se	curiti	es Acquire	ed, Disposed of,	or Beneficiall	y 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. Securit (A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	Ownership Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/10/2008	Â	I	5	A	\$ 14.66	25,794.82	D	Â
Common Stock	03/31/2008	Â	P	28	A	\$ 12.825	25,822.82	D	Â
Common Stock	06/30/2008	Â	P	26	A	\$ 11.259	25,848.82	D	Â
Common Stock	07/08/2008	Â	I	6	A	\$ 11.83	25,854.82	D	Â

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Common Stock	09/30/2008	Â	P	31	A	\$ 11.25	25,885.82	D	Â
Common Stock	12/16/2008	Â	G	500	D	\$ 11.75	25,385.82	D	Â
Common Stock	12/31/2008	Â	P	34	A	\$9	25,419.82	D	Â
Common Stock	03/31/2008	Â	P	14.64	A	\$ 14.9	7,263.42	I	by Managed Account
Common Stock	06/30/2008	Â	P	29	A	\$ 12.51	7,292.42	I	by Managed Account
Common Stock	09/30/2008	Â	P	56	A	\$ 13.3	7,348.42	I	by Managed Account
Common Stock	12/31/2008	Â	I	28.6	D	\$ 10	7,319.82	I	by Managed Account (1)
Common Stock	03/31/2008	Â	P	9.31	A	\$ 14.9	8,763.42	I	by Trust
Common Stock	06/30/2008	Â	P	17.88	A	\$ 12.51	8,781.3	I	by Trust
Common Stock	12/31/2008	Â	P	28.53	A	\$ 11.62	8,809.83	I	by Trust
Common Stock	Â	Â	Â	Â	Â	Â	6,862	I	by IRA
Common Stock	Â	Â	Â	Â	Â	Â	1,711.64	I	by Son
Common Stock	Â	Â	Â	Â	Â	Â	18.24	I	by Spouse

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 2270 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Amount of	Derivative	of
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	D
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e	Securities	(Instr. 5)	S
	Derivative				Securities	3	(Instr. 3 and 4)		В
	Security				Acquired				O
					(A) or				Е

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Disposed of (D) (Instr. 3, 4, and 5)

(A) (D) Date Expiration Title Amount Exercisable Date or Number

of Shares

# **Reporting Owners**

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
BAUER MICHAEL A				

3551 7TH STREET SUITE 100 MOLINE, ILÂ 61265

 $\hat{A} \ X \qquad \hat{A} \qquad \hat{A} \quad Vice Chairman, QCR Holdings \quad \hat{A}$ 

Relationships

# **Signatures**

By: Rick J. Jennings For: Michael A.
Bauer
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.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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