

Grabin Elizabeth A
Form 4
May 10, 2018

FORM 4

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).

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 *
Grabin Elizabeth A

2. Issuer Name and Ticker or Trading Symbol
QCR HOLDINGS INC [QCRH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

3551 7TH ST

05/09/2018

1st VP Dir of Financial Report

(Street)

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

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

MOLINE, IL 61265

(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 Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 05/09/2018 | | M | 35 A \$ 17.1 | 35 | D | |
| Common Stock | 05/09/2018 | | M | 125 A \$ 17.49 | 160 | D | |
| Common Stock | 05/09/2018 | | M | 200 A \$ 22.64 | 360 | D | |
| Common Stock | 05/09/2018 | | M | 157 A \$ 45 | 517 | D | |
| Common Stock | 05/09/2018 | | S | 517 D \$ 47.5 | 0 | D | |

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Common Stock 277.95 I by Managed Account

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 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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option (right to buy) | \$ 17.1 | 05/09/2018 | | M | 35 | 02/03/2015 02/03/2024 | Common Stock | 3 |
| Non-Qualified Stock Option (right to buy) | \$ 17.49 | 05/09/2018 | | M | 125 | 02/02/2016 02/02/2025 | Common Stock | 12 |
| Non-Qualified Stock Option (right to buy) | \$ 22.64 | 05/09/2018 | | M | 200 | 02/01/2017 02/01/2026 | Common Stock | 20 |
| Non-Qualified Stock Option (right to buy) | \$ 45 | 05/09/2018 | | M | 157 | 03/01/2018 ⁽¹⁾ 03/01/2027 | Common Stock | 15 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Grabin Elizabeth A 3551 7TH ST MOLINE, IL 61265 | | | 1st VP Dir of Financial Report | |

Signatures

By: Shellee Showalter For: Elizabeth
Grabin

05/10/2018

__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) These options are exercisable in annual increments of 25% each, with the first 25% vesting on the first anniversary of the option grant.

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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