QCR HOLDINGS INC
Form 5
February 17, 2015

FORM 5

OMB APPROVAL

OMB Number:	3235-0362
Expires:	January 31, 2005
Estimated average burden hours per response...	1.0

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).
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 *
BROWNSON JAMES J

(Last) (First) (Middle)

3551 7TH STREET,Â SUITE 100

(Street)

MOLINE,Â ILÂ 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)
12/31/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ 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) Amount	(A) or (D)	Price	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)
Common Stock	03/31/2014	Â	P	768.97	A	$ 17.16	36,322.31	I	by Trust
Common Stock	06/30/2014	Â	P	668.25	A	$ 17.25	36,990.56	I	by Trust
Common Stock	09/30/2014	Â	P	753.48	A	$ 17.66	37,744.04	I	by Trust
Common Stock	12/31/2014	Â	P	655.99	A	$ 17.86	38,400.03	I	by Trust

Common Stock	Â	Â	Â	Â	Â	Â	10,291	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	20,595	I	by IRA
Common Stock	Â	Â	Â	Â	Â	Â	1,349	I	by Partnership (1)
Common Stock	Â	Â	Â	Â	Â	Â	2,125	I	by Spouse

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

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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 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 Amo Underlying Secu (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of Sh
Non-Qualified Stock Option (right to buy)	$ 18.67	01/02/2014	Â	J	Â	300	Â (2)	01/02/2014	Common Stock	3
Non-Qualified Stock Option (right to buy)	$ 20.83	12/17/2014	Â	J	Â	5,000	Â (2)	12/17/2014	Common Stock	5.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROWNSON JAMES J 3551 7TH STREET SUITE 100 MOLINE,Â ILÂ 61265	Â X	Â	Â	Â

Signatures

By: Rick J. Jennings For: James J. Brownson	02/17/2015
**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)** Reflects the adjusted shares of indirect beneficial ownership of 1,349 shares currently owned by Trauba's Clam Lake Partnership, LLP, of which the reporting person's spouse is general partner. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest.
- **(2)** These options are exercisable in annual increments of 20% each, with the first 20% vesting on the first anniversary of the option grant.
- **(3)** All shares expired and the reporting person received no value in connection with the expiration

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
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