

Edgar Filing: SCHMIDT JOHN K - Form 4

SCHMIDT JOHN K
Form 4
February 19, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Schmidt	John	K.
-----	-----	-----
(Last)	(First)	(Middle)
1075 Bonnie Ct.		

(Street)		
Dubuque	IA	52003
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(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Heartland Financial USA, Inc. HTLF

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

February 14, 2003

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)

Executive Vice President, Chief Financial Officer & Treasurer

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7. Individual or Joint/Group Filing (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 (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or (D)	Price
Common Stock	2/14/03	M		16,000	A	8.62 5
Common Stock						
Common Stock						
Common Stock						
Common Stock						
Common Stock						

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response)

(Over)

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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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Non-Qualified Stock Option (Right to Buy)	8.62	2-14-03	M	16,000	(1) 2-05-2006	Common Stock 16,000
Non-Qualified Stock Option (Right to Buy)	12.00				(1) 1-02-2007	Common Stock 16,000
Non-Qualified Stock Option (Right to Buy)	14.75				(1) 1-02-2008	Common Stock 16,000
Non-Qualified Stock Option (Right to Buy)	18.00				(1) 1-02-2009	Common Stock 16,000
Non-Qualified Stock Option (Right to Buy)	18.00				(1) 1-17-2010	Common Stock 6,000
Non-Qualified Stock Option (Right to Buy)	13.00				(1) 6-01-2011	Common Stock 6,000
Non-Qualified Stock Option (Right to Buy)	13.20				(1) 1-15-2012	Common Stock 2,500
Non-Qualified Stock Option (Right to Buy)	17.76				(1) 1-21-2013	Common Stock 7,000

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Explanation of Responses:

(1) Represents options to buy granted under the Company's 1993 Stock Option Plan, a Rule 16(b)(3) plan, which options vest one-third per year beginning on the 3rd anniversary of date of grant.

(2) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(3) Shares held as Donna L. Schmidt Cust for Nicole M. Schmidt

(4) Shares held as Donna L. Schmidt Cust for Alexander J. Schmidt

(5) Shares held as Donna L. Schmidt Cust for Benjamin N. Schmidt

*Shares participate in a Dividend Reinvestment Plan

/s/ John K. Schmidt

2-14-03

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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