

HEARTLAND FINANCIAL USA INC  
 Form 4  
 June 15, 2016

**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 \*  
 Saylor Kurt

2. Issuer Name and Ticker or Trading Symbol  
 HEARTLAND FINANCIAL USA INC [HTLF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 1398 CENTRAL AVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/02/2016

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

DUBUQUE, IA 52001

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

(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 (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	05/02/2016		S		5,000	D	\$ 33.5213	443,649 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/02/2016		S		7,500	D	\$ 33.6585	436,149 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/09/2016		S		800	D	\$ 33.7144	435,349 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/09/2016		S		5,000	D	\$ 33.8759	430,349 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/10/2016		S		6,700	D	\$ 33.9004	423,649 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>

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Common Stock	05/16/2016	S	7,500	D	\$ 33.7313	416,149 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/16/2016	S	5,000	D	\$ 33.8673	411,149 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/23/2016	S	2,200	D	\$ 33.905	408,949 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/23/2016	S	7,500	D	\$ 33.91	401,449 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/24/2016	S	2,800	D	\$ 34.0037	398,649 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/25/2016	S	1,500	D	\$ 35	397,149 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/26/2016	S	3,116	D	\$ 35.0045	394,033 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/27/2016	S	5,384	D	\$ 35	388,649 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/31/2016	S	3,501	D	\$ 35.1213	385,148 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	05/31/2016	S	10,000	D	\$ 35.1339	375,148 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	06/01/2016	S	3,999	D	\$ 35.0795	371,149 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	06/01/2016	S	5,000	D	\$ 35.2313	366,149 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	06/06/2016	S	7,500	D	\$ 35.6827	358,649 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	06/06/2016	S	5,000	D	\$ 35.6839	353,649 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	06/06/2016	S	10,000	D	\$ 35.6877	343,649 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	06/13/2016	S	5,200	D	\$ 34.8805	338,449 <sup>(2)</sup> <u>(4) (1) (3)</u>	I	Trust <sup>(5)</sup>
Common Stock	06/13/2016	S	3,000	D	\$ 35.1543	335,449 <sup>(2)</sup> <u>(4) (1) (3)</u>	I	Trust <sup>(5)</sup>
Common Stock	06/14/2016	S	1,450	D	\$ 34.29	333,999 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock	06/14/2016	S	667	D	\$ 34.37	333,332 <sup>(1)</sup> <u>(2) (3) (4)</u>	I	Trust <sup>(5)</sup>
Common Stock						180,448	I	Wife's Trust <sup>(6)</sup>

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

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(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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Saylor Kurt 1398 CENTRAL AVE DUBUQUE, IA 52001		X		

## Signatures

/s/ Kurt Saylor                      06/15/2016  
 \*\*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) Includes 3,625 Time Based Restricted Stock Units (RSU). Each RSU represents the right to receive one share of common stock.
- (2) Includes 3,025 shares of Performance Based Restricted Stock.
- (3) Includes 40 shares held in street name at LPL Financial.
- (4) Shares sold pursuant to 10B5-1 Plan effective April 27, 2016
- (5) Shares held as Kurt M. Saylor Ttee Kurt M. Saylor Trust Dtd 1-6-98
- (6) Shares held as Melissa J. Saylor Ttee Melissa Saylor Trust Dtd 1-6-98

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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