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HELM RAL	PH W						
Form 4	~						
June 10, 200							
FORM	14_{UNITED}	STATES SE	CURITIES AND EX	CHANGE C	OMMISSION		PROVAL
	UNITED	STATESSE	Washington, D.C. 20			OMB Number:	3235-0287
Check th if no long	aor.					Expires:	January 31, 2005
subject to Section 1	l6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					
Form 4 orresponseForm 5obligationsobligationsFiled 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 Section1(b).30(h) of the Investment Company Act of 1940							0.5
(Print or Type]	Responses)						
1. Name and A HELM RAI	Address of Reporting	Syı	Issuer Name and Ticker or nbol C BANCORP INC [(E	0	5. Relationship of I Issuer	Reporting Pers	
(Last)	(First) (I	Middle) 3.]	Date of Earliest Transaction		(Check)
1695 LARKIN AVENUE			onth/Day/Year) /08/2005	X_ Director10% Owner Officer (give titleOther (specify below) below)			
	(Street)		f Amendment, Date Origina cd(Month/Day/Year)		 6. Individual or Joi Applicable Line) _X_ Form filed by O 	-	-
ELGIN, IL	60123				Form filed by Me Person		
(City)	(State)	(Zip)	Table I - Non-Derivative	Securities Acqu	iired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Dat any (Month/Day/Y	e, if Transactionor Dispos Code (Instr. 3, 4 Year) (Instr. 8)	(A) or	 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/08/2005		Code V Amount M 22,500	(D) Price A \$ 11.125	57,700	D	
Common Stock					5,000	Ι	By IRA
Common Stock					20,000	Ι	By Spouse

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

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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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed o (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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Incentive Stock Option (right to buy)	\$ 11.125	06/08/2005		М	22,500) 10/27/1999 <u>(1)</u>	10/27/2008	Common Stock	22,50

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
HELM RALPH W 1695 LARKIN AVENUE ELGIN, IL 60123	Х						
Signatures							
By: /s/ James J. Kovac, Power Attorney	of	f 06/08/2005					
**Signature of Reporting Person		Ι	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) Incentive Stock Options granted under the 1998 Stock-Based Incentive Plan are fully vested and exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space 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.