

LINDSTROM JAMES M

Form 4/A

January 09, 2006

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 *
 LINDSTROM JAMES M

2. Issuer Name **and** Ticker or Trading
 Symbol
 CENTRUE FINANCIAL CORP
 [TRUE]

5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

(Last) (First) (Middle)
 310 SOUTH SCHUYLER AVENUE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/29/2005

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
 Chief Financial Officer

KANKAKEE, IL 60901

4. If Amendment, Date Original
 Filed(Month/Day/Year)
 12/29/2005

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock					10,500	D	
Common Stock					1,445.41 ⁽¹⁾	I	401(k) Plan

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

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 information contained in this form are not
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 (9-02)

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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. 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)
Employee Stock Option (Right to Buy)	\$ 23.19					07/08/2004 ⁽²⁾ 07/07/2013	Common Stock 15,0
Employee Stock Option (Right to Buy)	\$ 27.5					10/19/2005 ⁽³⁾ 10/19/2014	Common Stock 13,5
Employee Stock Option (Right to Buy) ⁽⁵⁾	\$ 27	12/29/2005		A	10,000	⁽⁴⁾ 12/29/2012	Common Stock 10,0

Reporting Owners

Reporting Owner Name / Address	Relationships
LINDSTROM JAMES M 310 SOUTH SCHUYLER AVENUE KANKAKEE, IL 60901	Director 10% Owner Officer Other Chief Financial Officer

Signatures

James M. Lindstrom 01/09/2006
 **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)

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All shares were accumulated through automatic paycheck deductions to 401(k) plan. Number of shares is based on plan statements as of 12/29/2005.

- (2) This option will vest in equal installments of 3,000 shares per year over 5 years beginning 07/08/2004.
- (3) This option will vest in equal installments of 2,700 shares per year over 5 years beginning 10/19/2005.
- (4) This option will vest in equal installments of 2,000 shares per year over 5 years beginning 12/29/06
- (5) Amending form filed 12-29-05 to reflect 10,000 shares.

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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