Edgar Filing: FIRST MIDWEST BANCORP INC - Form 4

FIRST MIDWEST BANCORP INC

Form 4

November 16, 2006

FORM 4

Check this box

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

3235-0287 January 31,

0.5

if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per

OMB APPROVAL

Section 16. SEC

response...

Form 4 or Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

FIRST MIDWEST BANCORP INC

See Instruction 30(h) of the Investment Company Act of 1940

Symbol

(EMBI)

1(b).

(Print or Type Responses)

OMEARA ROBERT P

1. Name and Address of Reporting Person *

				[FMBI]						(
				3. Date of Earliest Transaction (Month/Day/Year) 11/14/2006						_X_ Director 10% Owner Officer (give title below) Other (specify below)			
				endment, Date Original onth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
ITASCA, IL 60143										Form filed by More than One Reporting Person			
	(City)	(State)	(Zip)	Tabl	e I - No	n-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficial	ly Owned	
	1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution any		3. Transa Code (Instr.		4. Securit n(A) or Dis (Instr. 3, 4	sposed	of (D)	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	11/01/2006			G	V	6,073	D	\$0	300,862	D		
	Common Stock	11/14/2006			S		10,000	D	\$ 38.45	26,468	I	By IRA	
	Common Stock	11/15/2006			S		4,468	D	\$ 38.97	22,000	I	By IRA	
	Common Stock	11/16/2006			S		2,000	D	\$ 39	20,000	I	By IRA	
	Common Stock	11/01/2006			G	V	6,073	A	\$ 0	159,361	I	By Spouse	

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Common Stock

Common Stock

176,715 (1) I

By NQ Stock
Option
Gain
Deferral
Plan Tr

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transa Code (Instr.	ection 8)	5. inNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)
				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			
OMEARA ROBERT P ONE PIERCE PLACE, SUITE 1500 ITASCA, IL 60143	X						

Signatures

By: Andrea L. Stangl, Attorney-in-fact for

**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)

Reporting Owners 2

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Between July 26, 2006 and November 16, 2006 the reporting person acquired 1,273 shares of First Midwest common stock pursuant to the dividend reinvestment feature under the First Midwest Bancorp, Inc. Non-Qualified Gain Deferral Plan. The information in this report is based on a plan statement dated October 17, 2006.

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.