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FIRST MIDV Form 4 April 19, 201	VEST BANCOR	RP INC								
FORM	1								PPROVAL	L
	UNITED	STATES		RITIES A			COMMISSION	N OMB Number:	3235-0	
Check this if no long subject to Section 10 Form 4 or	F CHAN	NGES IN SECUI	Estimated burden hot	Expires: January 31 2005 Estimated average burden hours per response 0.5						
Form 5 obligations may continue. See Instruction 1(b). 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										0.0
(Print or Type R	esponses)									
1. Name and Ad GILL PHUP	Person <u>*</u>	2. Issuer Name and Ticker or Trading Symbol FIRST MIDWEST BANCORP INC [FMBI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	3. Date of Earliest Transaction (Month/Day/Year) 04/15/2011			X_ Director10% Owner Officer (give titleOther (specify below) below)						
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
ITASCA, IL	60143						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative S	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date (Month/Day/Year)	Execution any	Date, if TransactionAcquired (A) or Code Disposed of (D) ay/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or		A) or of (D) and 5) (A)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)	l	
Ditb		C 1 1	6							
Reminder: Repo	ort on a separate line	tor each cla	ass of sec	urities bene	Persor inform require	ns who res ation cont ed to respo ys a curre	or indirectly. Spond to the colle ained in this form ond unless the for ntly valid OMB co	i are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8)	Secur	ities					(Instr. 5)
(insu: 3)	Derivative Security		(Monus Day, Tear)	(IIISU.	8)	Acqui (A) or Dispo of (D) (Instr. and 5)	sed 3, 4,					(1150.5)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Under NQ Deferred Comp. Plan	<u>(1)</u>	04/15/2011		A		849 (2)		<u>(1)</u>	<u>(1)</u>	Common Stock	849	\$ 11.779

Reporting Owners

Reporting Owner Name / Address		Relationsh	nips	
	Director	10% Owner	Officer	Other
GILL PHUPINDER ONE PIERCE PLACE SUITE 1500 ITASCA, IL 60143	Х			
Signatures				
Andrea L. Stangl, Attorney-in- S. Gill	hupinder		04/19/2011	
**Signature of Reporting			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) Shares of phantom stock acquired pursuant to the Nonqualified Deferred Compensation Plan have a 1-for-1 conversion ratio and are payable in cash upon distribution to the Participant in accordance with the terms of the Plan.
- Between January 19, 2011 and April 19, 2011, the Reporting Person acquired 849 shares of First Midwest Bancorp, Inc. Common Stock
 (2) under the First Midwest Bancorp, Inc. Non-Qualified Deferred Compensation Plan. The information in this report is based on a plan statement dated April 15, 2011.

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.