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Carapella Victor P Form 4 Form 4 February 26, 2013 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES MB Number: January 31 2005 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, ection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 (b). Total Application Section 1940									
(Print or Type Respons	ses)								
1. Name and Address Carapella Victor F	Symbol	T MIDWEST BANCORP INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	First) (Middle) ACE, SUITE 1500	3. Date of Earliest 7 (Month/Day/Year) 02/23/2013	Transaction			Director X_ Officer (give below) EVP, Dir.		Owner er (specify hking	
(Street) 4. If Amer Filed(Mont ITASCA, IL 60143			Date Origina ear)	1		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
	State) (Zip)	Table I - Non	.Derivative	Secur	ities Aca	uired, Disposed of	or Beneficial	ly Owned	
	ansaction Date 2A. Deen hth/Day/Year) Execution any (Month/E	ned 3. n Date, if Transac Code Day/Year) (Instr. 8	4. Securi tion(A) or D (Instr. 3,	ties Ad isposed	cquired d 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	
Common 02/2. Stock	23/2013	F	2,135 (1)	D	\$ 12.73	84,248 (2)	D		
Common Stock						49,377	I	By NQ Stock Option Gain Deferral Plan	
Common Stock						25,786	I	By Profit Sharing Plan	

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration)r Numbar		
						Exercisable	Date		Number		
				Colo V	(A) (D)				of Shaara		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	ress Relationships						
	Director	10% Owner	Officer	Other			
Carapella Victor P ONE PIERCE PLACE SUITE 1500 ITASCA, IL 60143			EVP, Dir. of Comm'l Banking				
Signatures							
Andrea L. Stangl, Attorney-in-fact for Victor P. Carapella			02/26/2013				
<u>**</u> Signature of Reporting	ng 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).

On February 23, 2011 the Issuer granted the Reporting Person a restricted stock award of 13,329 restricted shares of First Midwest Bancorp, Inc. Common Stock under the First Midwest Bancorp, Inc. Omnibus Stock Incentive Plan which were scheduled to vest in two

(1) equal annual installments on the second and third anniversary of the date of grant. On February 23, 2013, 6,665 shares of the originally granted restricted stock award vested, of which 2,135 shares were surrendered by the Reporting Person in order to satisfy tax withholding obligations. This form is being filed to reflect the surrender of such shares to satisfy the Reporting Person's tax withholding obligation.

(2) 28,888 of these shares are restricted stock units.

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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