### Edgar Filing: FIRST MIDWEST BANCORP INC - Form 4

### FIRST MIDWEST BANCORP INC

Form 4

February 20, 2015

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

OMB 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Number: January 31, Expires: 2005

**OMB APPROVAL** 

Form 4 or Form 5 obligations

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

burden hours per response... 0.5

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Common

Stock (1)

(Print or Type Responses)

Name and Address of Reporting Person * Chulos Nicholas J			Name and	Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
			MIDWES	T BANCORP INC					
(First) (M	(Iiddle)			ansaction	Director X Officer (given		6 Owner er (specify		
ONE PIERCE PLACE, SUITE 1500		`	•		below) below) EVP, Gen. Counsel, Corp. Sec'y				
(Street)			ndment, Da	te Original	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				
(State)	(Zip)	Table	e I - Non-D	erivative Securities Ac	quired, Disposed	of, or Beneficia	lly Owned		
2. Transaction Date	e 2A. Dee	med	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of		
(Month/Day/Year)	Execution	on Date, if	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect		
	any		Code	Disposed of (D)	Beneficially	(D) or	Beneficial		
	(Month/	Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership		
					Following	(Instr. 4)	(Instr. 4)		
				(4)	Reported				
				(A)	Transaction(s)				
	(First) (ME PLACE, SUIT (Street)  60143 (State) (2. Transaction Date	(First) (Middle)  E PLACE, SUITE 1500 (Street)  60143 (State) (Zip)  2. Transaction Date (Month/Day/Year) Execution any	olas J Symbol FIRST N [FMBI]  (First) (Middle) 3. Date of (Month/Da) E PLACE, SUITE 1500 02/18/20  (Street) 4. If Amer Filed(Month)  60143  (State) (Zip) Table  2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if	Symbol FIRST MIDWES [FMBI]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)  E PLACE, SUITE 1500 02/18/2015  (Street) 4. If Amendment, Day Filed (Month/Day/Year)  60143  (State) (Zip) Table I - Non-D  2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if Transaction any Code	Symbol FIRST MIDWEST BANCORP INC [FMBI]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)  E PLACE, SUITE 1500 02/18/2015  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  60143  (State) (Zip) Table I - Non-Derivative Securities Ac  2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)	Symbol FIRST MIDWEST BANCORP INC [FMBI]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)  E PLACE, SUITE 1500 02/18/2015  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  Applicable Line) X_ Form filed by Person  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)  2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year)  Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) Beneficially (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)  (Month/Day/Year) (A)  (Chound in the control of the cont	Symbol FIRST MIDWEST BANCORP INC [FMBI]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 5. Form filed by One Reporting Page Form filed by More than One Reperson (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial 2. Transaction Date 2A. Deemed 3. 4. Securities Page Acquired, Disposed of, or Beneficial (Month/Day/Year) 5. Amount of 6. Ownership (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct any Code Disposed of (D) Beneficially (D) or (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Following (Instr. 4) Reported Transaction(s)		

8,648 \$0 02/18/2015 A 23,191 D (2) (2)

Code V Amount

or

(D)

Price

By Profit Common Ι Sharing  $649^{(3)}$ Stock Plan Trust

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

(Instr. 3 and 4)

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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	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
					Exercisable	Date	Title Number of				
				C + V	(A) (D)						
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Other Director 10% Owner Officer

Chulos Nicholas J ONE PIERCE PLACE **SUITE 1500** ITASCA, IL 60143

EVP, Gen. Counsel, Corp. Sec'y

## **Signatures**

Andrea L. Stangl, Attorney-in-fact for Nicholas J. Chulos

02/20/2015

\*\*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).
- Long Term Incentive Compensation restricted stock award granted pursuant to the Amended and Restated First Midwest Bancorp, Inc. **(1)** Omnibus Stock and Incentive Plan.
- The number of shares represented by this award was determined by dividing the dollar value of the award granted to the Reporting Person (2) by \$16.82 (the average high and low sale price of one share of the Issuer's Common Stock on the date of grant). This award will vest in two equal installments, specifically on the second and third anniversaries of the date of grant.
- Between December 19, 2014 and February 19, 2014 the Reporting Person acquired the following shares of First Midwest Bancorp, Inc. Common Stock under the First Midwest Bancorp, Inc. Savings and Profit Sharing Plan: (a) 63 shares pursuant to match contributions (3) from the Company; (b) 9 shares pursuant to the Dividend Reinvestment feature of the Plan; and (c) 73 shares pursuant to payroll contributions. This information is based on plan statements received January 15, 2015 through February 12, 2015.

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.

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