

FIRST MIDWEST BANCORP INC
Form 4
February 21, 2003
SEC Form 4

<p>FORM 4</p> <p>[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p> <p>(Print or Type Responses)</p>	<p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549</p> <p>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</p> <p>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</p>	<p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . . 0.5</p>					
<p>1. Name and Address of Reporting Person*</p> <p>Shapiro, Steven H</p> <hr/> <p>(Last) (First) (Middle)</p> <p>300 Park Boulevard, Suite 405</p> <hr/> <p>(Street)</p> <p>Itasca, IL 60143</p> <hr/> <p>(City) (State) (Zip)</p> <p>USA</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>First Midwest Bancorp, Inc. FMBI</p>	<p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>____ Director _____ 10% Owner</p> <p><input checked="" type="checkbox"/> Officer _____ Other</p> <p>EVP, Corporate Secretary</p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>					
<p>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</p>							
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (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 Price A/D			

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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SEC 1474 (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	3. Transaction Date	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable(DE) and Expiration Date(ED)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially	10. Ownership Form of	11. Nature of Indirect Beneficial Owners

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	Derivative Security	(Month/ Day/ Year)	(Month/ Day/ Year)	and Voluntary (V) Code (Instr.8)	Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	(Month/Day/Year)	(Instr. 3 and 4)	(Instr.5)	Owned Following Reported Transactions (Instr.4)	Derivative Security: Direct (D) or Indirect (I) (Instr.4)	(Instr.4)
				Code I V		(DE) (ED)					
Non-Qualified Stock Option (right to buy)	\$26,2550	02/19/2003		A 	(A) 11,998	varies (1) 02/19/2013	Common Stock - 11,998		11,998	D	

Explanation of Responses :

** Intentional misstatements or omissions of facts
constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**By: By Andrea L. Stangl, Attorney
in-fact 02-21-2003**

** Signature of Reporting Person

Date

Note: File three copies of this Form, one of which
must be manually signed. If space is insufficient,

see Instruction 6 for procedure.

Power of Attorney

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**FOOTNOTE Descriptions for First Midwest Bancorp, Inc.
FMBI**

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**Steven H Shapiro
300 Park Boulevard, Suite 405
Itasca, IL 60143**

Explanation of responses:

**(1) The stock option vests in two equal annual installments beginning on February
19, 2005.**

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