

FIRST MIDWEST BANCORP INC  
 Form 4  
 September 09, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 OMEARA JOHN M

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) (First) (Middle)  
 ONE PIERCE PLACE, SUITE 1500  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 09/07/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President & CEO

ITASCA, IL 60143

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (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 Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	09/07/2005		M		5,378	A	\$ 37.17	79,646	D
Common Stock	09/07/2005		M		4,673	A	\$ 37.17	84,319	D
Common Stock	09/07/2005		M		9,949	A	\$ 37.17	94,268	D
Common Stock	09/07/2005		S		20,000	D	\$ 38.6079	74,268	D
Common Stock	09/08/2005		J <sup>(1)</sup>	V	518	A	\$ 0	74,786	D

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Common Stock	09/08/2005	J <sup>(1)</sup>	V	103,505	D	\$ 0	0	I	By Family Limited Partnership
Common Stock	09/08/2005	J <sup>(1)</sup>	V	518	A	\$ 0	38,805	I	By Spouse
Common Stock							3,056 <sup>(2)</sup>	I	By IRA
Common Stock							223,177 <sup>(3)</sup>	I	By NQ Stock Option Gain Deferral Plan Tr
Common Stock							162,111 <sup>(4)</sup> <sup>(5)</sup>	I	By Profit Sharing Plan Trust

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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 37.17	09/07/2005		M	5,378	05/24/2005 02/17/2009	Common Stock	5,378	
Non-Qualified Stock Option (right to buy)	\$ 37.17	09/07/2005		M	4,673	05/24/2005 08/18/2009	Common Stock	4,673	
Non-Qualified Stock Option (right to buy)	\$ 37.17	09/07/2005		M	9,949	05/24/2005 02/16/2010	Common Stock	9,949	

