

MB FINANCIAL INC /MD
Form DEF 14A
July 13, 2006

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

MB Financial, Inc.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

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- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:
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[Missing]

July 14, 2006

Dear MB Financial, Inc. Stockholder:

We recently mailed you proxy material for our upcoming Special Meeting of Stockholders to be held on August 1, 2006. At that meeting, stockholders will be asked to approve the issuance of shares of MB Financial common stock in connection with our acquisition of First Oak Brook Bancshares, Inc. According to our records, we have not yet received your proxy.

It is very important that your shares be voted, regardless of the number of shares you own.

Please take a moment to **VOTE** your shares by signing and returning your proxy in the envelope provided. You can also vote by telephone or the internet by following the enclosed instructions. **Our Board of Directors unanimously recommends that you vote “FOR” approval of the stock issuance in the First Oak Brook transaction.**

Please disregard this letter if you already voted your shares. Thank you for your cooperation and support.

Sincerely,

/s/ Mitchell Feiger

Mitchell Feiger
President and Chief Executive Officer

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