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Clemens Pa	ul F								
Form 4									
February 22	2, 2008								
FORM	ЛД								PPROVAL
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								NOMB Number:	3235-0287
Check t								Expires:	January 31,
if no lor subject		MENT O	F CHAI	NGES IN	BENE	FICIAL O	WNERSHIP OF		2005
	subject to Section 16. SECURITIES							Estimated burden hou	
Form 4	or							response	•
Form 5	Filed put	rsuant to S	Section	16(a) of th	ne Secur	ities Excha	nge Act of 1934,		
obligati may con				•	•	· ·	of 1935 or Section	on	
See Inst		30(h)	of the I	nvestmen	t Compa	ny Act of 1	940		
1(b).									
	-								
(Print or Type	(Responses)								
1 Name and	Address of Reporting	Person *	2.1	N	J.T. 1	7 T 1'	5. Relationship of	of Reporting Per	rson(s) to
Clemens P				er Name an	a licker o	or Trading	Issuer	n Reporting I ei	13011(3) 10
			Symbol				-		
	FIRST MIDWEST BANCORP INC [FMBI]				(Check all applicable)				
			-	-					
(Last)	(First) ((Middle)	3. Date of Earliest Transaction Director				Director X Officer (giv		% Owner ner (specify
ONE DIED	TE 1500		Day/Year)			below) below)			
ONE PIEK	CE PLACE, SUI	TE 1500	02/20/2	2008			EVP, Cl	hief Financial O	officer
		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Mo	onth/Day/Yea	r)		Applicable Line)		
							X Form filed by	One Reporting P More than One R	
ITASCA, I	L 60143						Person	wore than one K	eporting
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of	2. Transaction Date	2A. Deem	ed	3.	4. Securi	ties	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution		Transactio				Form: Direct	Indirect
(Instr. 3) any		•		Code	Disposed of (D)		-	(D) or Indirect	Beneficial
		(Month/Da	ay/Year)	(Instr. 8)	(Instr. 3,	4 and 5)	Owned	(I) (In sta. 4)	Ownership
							Following Reported	(Instr. 4)	(Instr. 4)
						(A)	Transaction(s)		
				Code V	Amount	or (D) Price	(Instr. 3 and 4)		
Reminder: Re	eport on a separate line	e for each cl	ass of sec	urities bene	-	-	-		
							spond to the colle tained in this form		SEC 1474 (9-02)
							ond unless the fo		()-02)
							ntly valid OMB co		

 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. Number of	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

number.

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(Instr. 3)	Price of Derivative Security		(M	onth/Day/Year) (Instr. 8)	Acquired or Dispos (D) (Instr. 3, 4 and 5)	ed of				
					Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 28.095	02/20/20	08		A	18,464		(2)	02/20/2018	Common Stock	18,4
Reportin	g Owne	rs									
Reporting Ow	vner Name / Address				Relation	nships					
Clemens Paul F			Director	10% Owner	Officer			0	ther		

EVP, Chief Financial Officer

ITASCA, IL 60143 Signatures

ONE PIERCE PLACE, SUITE 1500

By: Andrea L. Stangl,	
Attorney-in-fact	02/22/2008
**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).
- (1) Granted under the Amended and Restated First Midwest Bancorp, Inc. Omnibus Stock and Incentive Plan.
- (2) The stock option vests in two equal annual installments specifically on February 19, 2010 and February 18, 2011 respectively.

Remarks:

Exhibit List - Exhibit 24 Power of Attorney

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.