## Edgar Filing: CHELBERG BRUCE - Form 4

CHELBER	G BRUCE									
Form 4										
February 2-	4, 2006									
FOR	<b>M</b> 4					antinar		OMB A	PPROVAL	
<b>CURIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287	
	this box							Expires:	January 31,	
if no longer subject to Section 16. STATEMENT OF CHAN					BENEF RITIES	Estimated average burden hours per				
Form 4 Form 5	Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								. 0.5	
obligat	ions Filed put						•			
may co				•	•	npany Act ny Act of 1	of 1935 or Sectio 940	on		
(Print or Type	e Responses)									
1. Name and CHELBEI	2. Issuer Name <b>and</b> Ticker or Trading Symbol FIRST MIDWEST BANCORP INC [FMBI]				5. Relationship o Issuer	5. Relationship of Reporting Person(s) to Issuer				
					C (Check all applicable)					
(Last) (First) (Middle)			3. Date of Earliest Transaction			_X_Director10% Owner				
ONE PIEF	(Month/Day/Year) 02/22/2006				Officer (give title below)     Other (specify below)					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check			
							Applicable Line)			
ITASCA,	IL 60143						_X_ Form filed by Form filed by I Person	One Reporting P More than One R		
(City)	(State)	(Zip)	Tak	ala I Non I	Dorivotivo	Socurities A	Acquired, Disposed o	f or Bonoficio	lly Owned	
1.00%		<b>2</b> 4 D							-	
1.Title of Security	2. Transaction Date (Month/Day/Year)			3. Transactio	4. Securit			6. Ownership Form: Direct	7. Nature of Indirect	
(Instr. 3)	(Wohul Duy Tour)			Code	Disposed of (D)			(D) or Indirect		
		(Month/Da	ay/Year)	(Instr. 8)	(Instr. 3, 4	4 and 5)	Following	(I) (Instr. 4)	Ownership (Instr. 4)	
						(A)	Reported Transaction(s)			
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: R	eport on a separate line	e for each cl	ass of sec				or indirectly.			
	I I I I I I I I I I I I I I I I I I I	•			-	-	spond to the colleg	ction of	SEC 1474	
					inforn	nation cont	tained in this form	are not	(9-02)	
							ond unless the for ntly valid OMB cor			
					numb	•				

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

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Non-Qualified Stock Option (right to buy)	\$ 33.92	02/22/2006		Α		2,920		02/22/2007	02/22/2016	Common Stock	2,9

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
CHELBERG BRUCE ONE PIERCE PLACE, SUITE 1500 ITASCA, IL 60143	Х							
Signatures								
By: Andrea L. Stangl, Attorney-in-fact for		02/24/2006						
**Signature of Reporting Person		Date						
Explanation of Responses:								

## 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).

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.