

FIRST MIDWEST BANCORP INC

Form 8-K

May 21, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) May 21, 2014

First Midwest Bancorp, Inc.

(Exact name of registrant as specified in its charter)

Delaware

0-10967

36-3161078

(State or other jurisdiction

(Commission

(IRS Employer

of Incorporation)

File Number)

Identification No.)

One Pierce Place, Suite 1500, Itasca, Illinois

60143

(Address of principal executive offices)

(Zip Code)

(630) 875-7450

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

On May 21, 2014, First Midwest Bancorp, Inc. (the “Company”) issued a press release announcing that its Board of Directors declared a quarterly cash dividend of \$0.08 per common share, which represents a 14.3% increase in the \$0.07 dividend declared in the prior quarter. The dividend is payable on July 15, 2014 to common stockholders of record as of the close of business on June 27, 2014. A copy of the press release is included in Exhibit 99.1 to this Current Report on Form 8-K.

The Company intends to use the presentation materials furnished herewith at its Annual Meeting of Stockholders on Wednesday, May 21, 2014 and in whole or in part, at one or more investor relations conferences, or in meetings with investors or analysts. A copy of such materials is included as Exhibit 99.2 to this Current Report on Form 8-K. The Company does not undertake to update these materials after the date of this Report, nor will this Report be deemed a determination or admission as to the materiality of any information contained herein (including Exhibit 99.2 attached hereto).

The information set forth in this Current Report on Form 8-K (including the information in Exhibit 99.1 and 99.2 attached hereto) is being furnished to the Securities and Exchange Commission and is not deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities under the Exchange Act. Such information shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

The following Exhibits are furnished with this Current Report on Form 8-K.

99.1 First Midwest Bancorp, Inc. Press Release dated May 21, 2014.

99.2 First Midwest Bancorp, Inc. Presentation Materials.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

First Midwest Bancorp, Inc.
(Registrant)

Date: May 21, 2014

/s/ NICHOLAS J. CHULOS
Nicholas J. Chulos
Executive Vice President, Corporate Secretary, and
General Counsel