

FIRST MIDWEST BANCORP INC

Form 8-K

August 22, 2002

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) August 22, 2002

First Midwest Bancorp, Inc.

(Exact name of registrant as specified in its charter)

Delaware

0-10967

36-3161078

(State or other jurisdiction
of Incorporation) (Commission
File Number)

(IRS Employer
Identification No.)

300 Park Boulevard, Suite 405, Itasca, Illinois

60153

(Address of principal executive offices)

(Zip Code)

(630) 875-7450

(Registrant's telephone number, including area code)

N/A

(Former name and address, if changed since last report)

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Item 5. Other Events

On August 22, 2002, First Midwest Bancorp, Inc. issued a press announcing the authorization to repurchase up to 3 million shares of its Common Stock and the declaration of a quarterly cash dividend on its Common Stock of \$0.17 per share. This press release, dated August 22, 2002, is attached as Exhibit 99 to this report.

Item 7. Financial Statements and Exhibits

(a) and (b) not applicable

(c) Exhibit Index:

99 Press Release issued by First Midwest Bancorp, Inc. dated August 22, 2002.

The following Items are not applicable for this Form 8-K:

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| Item 1. | Changes in Control of Registrant |
| Item 2. | Acquisition or Disposition of Assets |
| Item 3. | Bankruptcy or Receivership |
| Item 4. | Changes in Registrant's Certifying Accountant |
| Item 6. | Resignations of Registrant's Directors |
| Item 8. | Change in Fiscal Year |
| Item 9. | Sales of Equity Securities Pursuant to Regulation S |

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 thereunto duly authorized.

First Midwest Bancorp, Inc.
(Registrant)

Date: August 22, 2002

/s/ MICHAEL L. SCUDDER
Michael L. Scudder
Executive Vice President