

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): November 17, 2010

First Midwest Bancorp, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of Incorporation)

0-10967
(Commission
File Number)

36-3161078
(IRS Employer
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 (see General Instruction A.2. below):

- ☐ 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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5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 17, 2010 the Board of Directors (“Board”) of First Midwest Bancorp, Inc. (the “Company”) appointed Lawrence E. Washow as a director of the Company, to hold office until the Company’s next annual meeting of stockholders in 2011, when he is expected to be nominated for election to serve a three-year term. At the time of his appointment, Mr. Washow was not appointed to any committee of the Board.

Mr. Washow is the President and Chief Executive Officer of AMCOL International (“AMCOL”), a leading international producer and marketer of value-added, specialty minerals and related products. He joined AMCOL in 1978 where over his over 30 year career he advanced to positions of increasing responsibility, eventually reaching the positions of Senior Vice President (1994-1997), Executive Vice President and Chief Operating Officer (1997), President (1998) and President and Chief Executive Officer (2000-present). Mr. Washow also serves as a member of the Board of Directors of AMCOL.

Through his notable professional background, Mr. Washow brings extensive leadership, business management and corporate strategy experience to the Board. He will be subject to the Company’s standard compensation policies and practices for non-employee directors, which are disclosed in the Company’s proxy statement.

The Company’s Nominating and Corporate Governance Committee recommended and nominated Mr. Washow as a director candidate to the Board. The Board has concluded that Mr. Washow is “independent” under the rules of The Nasdaq Stock Market.

In addition, on November 17, 2010, Thomas J. Schwartz resigned from the Board in furtherance of his previously announced retirement from First Midwest Bank, which will be effective in the first quarter of 2012.

A press releases announcing the appointment of Mr. Washow to serve on the Board is attached hereto as Exhibit 99.1, and the previously released press release announcing Mr. Schwartz’s retirement is attached hereto as Exhibit 99.2. Both Exhibits are incorporated herein by reference.

Financial Statements and Exhibits.

99.1 First Midwest Bancorp, Inc. Press Release dated November 22, 2010.

99.2 First Midwest Bancorp, Inc. Press Release dated October 4, 2010.

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: November 22, 2010

/s/ Cynthia A. Lance
By: Cynthia A. Lance
Title: Executive Vice President and Corporate Secretary



First Midwest Bancorp, Inc.

®
FOR IMMEDIATE RELEASE

TRADED: NASDAQ Global Select Market
SYMBOL: FMBI

News Release

First Midwest Bancorp, Inc.
One Pierce Place, Suite 1500
Itasca, Illinois 60143
(630) 875-7450

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www.firstmidwest.com

FIRST MIDWEST BANCORP, INC. WELCOMES NEW DIRECTOR

ITASCA, IL., November 22, 2010 – First Midwest Bancorp, Inc. (the “Company” or “First Midwest”) (**NASDAQ NGS: FMBI**), the holding company of First Midwest Bank, announced today the appointment to its Board of Directors of Lawrence E. Washow, the President and Chief Executive Officer of AMCOL International, a leading international producer and marketer of value-added specialty minerals and related products.

“We are extremely fortunate to have Larry Washow join an already outstanding Board of Directors,” said Michael L. Scudder, President and Chief Executive Officer of First Midwest. “Larry brings extensive managerial experience and business judgment to our Board and we expect his contributions to be significant.”

Mr. Washow joined AMCOL in 1978 where over his over 30 year career he advanced to positions of increasing responsibility, eventually reaching the positions of Senior Vice President (1994-1997), Executive Vice President and Chief Operating Officer (1997), President (1998) and President and Chief Executive Officer (2000-present). He is also a member of the board of directors of AMCOL.

First Midwest is the premier relationship-based banking franchise in the growing Chicagoland banking market. As one of the Chicago metropolitan area’s largest independent bank holding companies, First Midwest provides the full range of both business and retail banking and trust and investment management services through some 100 offices located in 64 communities, primarily in metropolitan Chicago. First Midwest was recently recognized by the Chicago Tribune as one of the top 20 best places to work in Chicago among large employers.

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First Midwest Bancorp, Inc.

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News Release

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FIRST MIDWEST BANK PRESIDENT AND CEO THOMAS J. SCHWARTZ TO RETIRE IN 2012

ITASCA, IL., October 4, 2010 – First Midwest Bancorp, Inc. (the “Company”) (**NASDAQ NGS: FMBI**), announced today that Thomas J. Schwartz, President and Chief Executive Officer of the Company’s subsidiary First Midwest Bank (“the Bank”), will be retiring effective in the first quarter of 2012.

Michael L. Scudder, President and Chief Executive Officer of First Midwest Bancorp will assume the position of Chief Executive Officer of First Midwest Bank as the Company initiates a search for a President and Chief Operating Officer of the Bank. Mr. Schwartz will continue as President of the Bank through the 2010 year end, and will remain with the Bank as a senior executive with market and business development responsibilities until his retirement in 2012.

“During my 40 years of association with First Midwest Bank, I feel fortunate to have had the opportunity to work with a number of incredible people to help build the Bank into one of the strongest and most trusted community banks in the country,” said Mr. Schwartz. “In 2012 I will be turning 63, and I believe it is the right time to dedicate more time to my family and personal interests. The Company is well positioned for success and I look forward to helping Mike and the rest of the First Midwest team continue to serve the needs of our clients and communities.”

“The Board and I understand Tom’s decision to retire and accept it with enormous gratitude,” said Mr. Scudder. “Tom has epitomized First Midwest’s commitment to meeting the financial needs of our clients throughout his career and his numerous contributions to our Company are greatly appreciated. I am particularly thankful for Tom’s commitment to ensuring a smooth transition.”

First Midwest is the premier relationship-based banking franchise in the growing Chicagoland banking market. As one of the Chicago metropolitan area’s largest independent bank holding companies, First Midwest provides the full range of both business and retail banking and trust and investment management services through some 100 offices located in 64 communities, primarily in metropolitan Chicago.

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