Edgar Filing: BURKE FRANK J - Form 4

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Form 4	INK J											
January 31, 2	011											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									r	OMB APPROVAL		
	UNITED S	IAIES		hington,			NGE		OMB Number:	3235-0287 January 31		
Check this if no longe subject to Section 16 Form 4 or	er STATEM	STATEMENT OF CHANG					GES IN BENEFICIAL OWNERSHIP OI SECURITIES					
Form 5 obligation may contin <i>See</i> Instruct 1(b).	s Section 17(a)	response 0.4 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type R	esponses)											
1. Name and Address of Reporting Person <u>*</u> BURKE FRANK J			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer				
			WINTRUST FINANCIAL CORP [WTFC]					(Check all applicable)				
(Last) (First) (Middle) 727 NORTH BANK LANE			3. Date of Earliest Transaction (Month/Day/Year) 01/27/2011					Director 10% Owner X Officer (give title Other (specify below) EXECUTIVE VICE PRESIDENT				
	4. If Amendment, Date Original Filed(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 						
LAKE FORE	EST, IL 60045							Form filed by M Person	More than One Ro	eporting		
(City)	(State) (Z	Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemee Aonth/Day/Year) Execution I any (Month/Da		3. Transactio Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) c l of (D))	SecuritiesIBeneficially0OwnedIFollowing0	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
ä				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				
Common Stock	01/27/2011			А	1,044	А	\$ 0 (1)	36,449	D			
Common Stock								6,311	I	By ESPP		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3,		Date	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
BURKE FRANK J 727 NORTH BANK LANE LAKE FOREST, IL 60045			EXECUTIVE VICE PRESIDENT					
Signatures								
/s/David A. Dykstra, 01/31/ Attorney-in-Fact		01/31/202	11					
**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).

Shares represent Restricted Stock Units granted under the Company's Stock Incentive Plan. Shares vest evenly over a three year period on(1) the first, second and third year anniversary date of the grant. Vested shares will be converted into unrestricted shares of Common Stock

within 40 days subsequent to the vesting date.

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.