

WINTRUST FINANCIAL CORP  
Form 4  
January 26, 2015

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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 Responses)

1. Name and Address of Reporting Person \*  
DYKSTRA DAVID A

2. Issuer Name and Ticker or Trading Symbol  
WINTRUST FINANCIAL CORP [WTFC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
9700 WEST HIGGINS ROAD, 8TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)  
01/22/2015

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SENIOR EVP AND COO

(Street)  
ROSEMONT, IL 60018

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
				Code V	Amount		
Common Stock	01/22/2015		A	2,833	A \$ 0 <sup>(1)</sup>	172,692	D
Common Stock	01/22/2015		A	4,000	A \$ 0 <sup>(2)</sup>	176,692	D
Common Stock	01/22/2015		M	8,000	A \$ 33.06	184,692	D
Common Stock	01/22/2015		S	8,000	D \$ 44.42 <sup>(3)</sup>	176,692	D



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- The price reported is the weighted average price. The shares were sold in multiple transactions at prices ranging from \$44.31 to \$44.49, inclusive. The reporting person undertakes to provide to the SEC, the issuer and any security holder full information regarding the number of shares and the prices at which the shares were sold.
- (3) inclusive. The reporting person undertakes to provide to the SEC, the issuer and any security holder full information regarding the number of shares and the prices at which the shares were sold.
  - (4) Option shares granted in conjunction with award under the Company's Long Term Incentive Program. Option shares vest at a rate of one-third on each of the first three anniversaries of the date of grant.
  - (5) Option shares granted under the Company's 2007 Stock Incentive Plan. Options vest at a rate of one-third on each of the first three anniversaries of the date of the grant.
  - (6) Option shares granted in conjunction with award under the Company's Stock Incentive Plan. Award shares vested at a rate of one-fifth each of the first five anniversaries of the date of grant.

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.