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WINTRUST FINANCIAL CORP

Form 8-K

July 15, 2005

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): JULY 15, 2005

WINTRUST FINANCIAL CORPORATION  
(Exact name of registrant as specified in its charter)

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ILLINOIS  
(State or other jurisdiction of  
Incorporation)

0-21923  
(Commission File Number)

36-3  
(I.R.S. Employer

727 NORTH BANK LANE  
LAKE FOREST, ILLINOIS  
(Address of principal executive  
offices)

6  
(Zip

Registrant's telephone number, including area code (847) 615-4096

NOT APPLICABLE  
(Former name or former address, if changed since last year)

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))

ITEM 2.04. TRIGGERING EVENTS THAT ACCELERATE OR INCREASE A DIRECT FINANCIAL OBLIGATION OR AN OBLIGATION UNDER AN OFF-BALANCE SHEET ARRANGEMENT.

On July 15, 2005, pursuant to the Indenture, dated as of June 14, 2000 between Wintrust Financial Corporation (the "Company") and Wilmington Trust

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Company ("Wilmington"), as Indenture Trustee, the Company gave notice to Wilmington, as Property Trustee of Wintrust Capital Trust II (the "Trust"), of its intention to redeem on August 16, 2005 all \$20,618,560 aggregate principal amount of its 10.50% junior subordinated debentures due 2030 (the "Debentures") held by the Trust. The redemption price will be equal to 100% of the principal amount of the Debentures, or \$20,618,560, plus accrued unpaid interest.

As a result of the redemption of the Debentures, and pursuant to the Amended and Restated Trust Agreement, dated as of June 14, 2000 among the Company, Wilmington, as Property Trustee and Delaware Trustee, and the Administrative Trustees named therein, the trust preferred securities (the "Trust Securities") issued by the Trust will be redeemed on August 16, 2005. Following the redemption, the Company's capital ratios will continue to comply with all applicable regulatory capital requirements and the capital ratios of the Company's bank subsidiaries will continue to be considered "well capitalized" for regulatory purposes.

On July 15, 2005, the Company issued a press release announcing the redemption of the Trust Securities issued by the Trust. The press release announcing the redemption is attached hereto as Exhibit 99.1 and incorporated herein by reference.

ITEM 9.01. EXHIBITS.

(c) Exhibits.

EXHIBIT NUMBER	DESCRIPTION
99.1	Press Release dated July 15, 2005.

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SIGNATURE

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.

WINTRUST FINANCIAL CORPORATION  
(Registrant)

By: /s/ David A. Dykstra  
David A. Dykstra  
Senior Executive Vice President and  
Chief Operating Officer

Date: July 15, 2005

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Exhibit	
99.1	Press Release, dated July 15, 2005.

