WEHMER EDWARD J

Form 4

January 30, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WEHMER EDWARD J			2. Issuer Name and Ticker or Trading Symbol WINTRUST FINANCIAL CORP [WTFC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 454 BUENA	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/26/2012	_X_ Director 10% Owner X_ Officer (give title Other (specify below) PRESIDENT		
	(Street)		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 FOREST, IL 60045				Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	12/22/2011		G	900	D	\$0	0	D	
Common Stock	01/26/2012		A	4,262	A	\$ 0 (1)	0	D	
Common Stock	01/27/2012		F	2,598	D	\$ 30.955	0	D	
Common Stock	01/28/2012		F	8,762	D	\$ 30.955	239,357	D	
Common Stock							7,348	I	by 401(k) Plan

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Common Stock	12/22/2011	G	900	D	\$0	46,376	I	by Spouse
Common Stock						4,950	I	FBO children

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)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day	Pate	7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 30.975	01/26/2012		A	13,424	(2)	01/26/2019	Common Stock	13,4

Reporting Owners

Reporting Owner Name / Address	Keiationsnips						
	Director	10% Owner	Officer	Other			
WEHMER EDWARD J 454 BUENA ROAD LAKE FOREST, IL 60045	X		PRESIDENT				

Signatures

/s/David A. Dykstra, Attorney-in-Fact 01/30/2012

**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).
- (1) Restricted Stock Units granted under the Company's Stock Incentive Plan Shares become fully vested one year from the date of grant and will be converted into unrestricted shares of Common Stock within 40 days subsequent to the vesting date.

Reporting Owners 2

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Option shares granted in conjunction with award under the Company's Long-term Incentive program. Award shares vest at a rate of one-third on each of the first three 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.