WINTRUST FINANCIAL CORP

Form 4

February 01, 2016

FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION
	Washington, D.C. 20549

OMB APPROVAL OMB

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> 10% Owner Other (specify

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(City)

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * Eisenhuth Guy

2. Issuer Name and Ticker or Trading Symbol

WINTRUST FINANCIAL CORP

[WTFC]

(Month/Day/Year) 01/28/2016

3. Date of Earliest Transaction Director X_ Officer (give title

9700 WEST HIGGINS ROAD, 8TH **FLOOR**

(Street)

(State)

(First)

(Middle)

(Zip)

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

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

EXECUTIVE VICE PRESIDENT

Applicable Line)

Issuer

below)

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

X Form filed by One Reporting Person Form filed by More than One Reporting Person

ROSEMONT, IL 60018

1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or (Instr. 3) Code Disposed of (D) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership (Instr. 4) (Instr. 4) Following

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(A)

or

\$0 621 A A (1)

7,782 D

01/28/2016 Stock Common

24 I

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

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SEC 1474 (9-02)

plan

by 401(k)

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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. Transaction Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date Und		7. Title and A Underlying S (Instr. 3 and	Securitie
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Non-Qualified Stock Opion (right to buy)	\$ 40.87	01/28/2016		A	4,201	(2)	01/28/2023	Common Stock	4,20

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Eisenhuth Guy 9700 WEST HIGGINS ROAD, 8TH FLOOR ROSEMONT, IL 60018

EXECUTIVE VICE PRESIDENT

Signatures

/s/David A. Dykstra, Attorney-in-fact

02/01/2016

**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) Represents stock awarded upon attainment of performance objectives under the Company's Long Term Incentive Program.
- (2) 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.

Remarks:

EXHIBIT LIST:

Exhibit 24.1 - Power of Attorney

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.

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