

Edgar Filing: WINTRUST FINANCIAL CORP - Form 8-K

On March 30, 2005, Wintrust Financial Corporation (the "Company") consummated the partial settlement of the forward sale agreement (the "Forward Sale Agreement") the Company entered into on December 14, 2004 with Royal Bank of Canada, an affiliate of RBC Capital Markets Corporation, relating to the forward sale by the Company of 1.2 million shares of the Company's common stock. Pursuant to and in partial settlement of the Forward Sale Agreement, the Company issued 1.0 million shares of its common stock, and received \$56.1 million from Royal Bank of Canada.

Copies of the Underwriting Agreement dated December 14, 2004, among the Company, Royal Bank of Canada and RBC Capital Markets Corporation, as representative of the several underwriters, and the Forward Sale Agreement, dated December 14, 2004, between the Company and Royal Bank of Canada, were filed as Exhibits 1.1 and 1.2 to the Company's Current Report on Form 8-K dated December 14, 2004. The Underwriting Agreement and the Forward Sale Agreement are more fully described in the Company's Registration Statement on Form S-3 (File No. 333-119345) filed on September 28, 2004 and amended or supplemented on October 6, 2004 and December 14, 2004.

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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: April 4, 2005

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