

WINTRUST FINANCIAL CORP

Form 8-K

December 15, 2005

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**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): December 14, 2005**  
**WINTRUST FINANCIAL CORPORATION**  
(Exact name of registrant as specified in its charter)

**Illinois**

(State or other jurisdiction of  
Incorporation)

**0-21923**

(Commission File Number)

**36-3873352**

(I.R.S. Employer Identification No.)

**727 North Bank Lane**

**Lake Forest, Illinois**

(Address of principal executive  
offices)

**60045**

(Zip Code)

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))
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Signature

EXHIBIT INDEX

Credit Agreement

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**Item 1.01. Entry Into a Material Definitive Agreement.**

On December 14, 2005, Wintrust Financial Corporation (the Company ) amended and restated that certain Second Amended and Restated Loan Agreement between the Company and LaSalle Bank National Association ( LaSalle ) dated as of April 30, 2003, as amended, by entering into the Credit Agreement (the Credit Agreement ), dated as of November 1, 2005, among the Company, the various financial institutions party thereto (the Lenders ) and LaSalle, as Administrative Agent, which is effective as of November 1, 2005. The amendment was entered into for the primary purpose of adding the Lenders as parties and did not alter the borrowing capacity of the Company or modify the interest rate or maturity date. A copy of the Credit Agreement is attached hereto as Exhibit 10.1 and is incorporated by reference herein.

**Item 2.03. Creation of a  
Direct  
Financial  
Obligation or  
an Obligation  
under an  
Off-Balance  
Sheet  
Arrangement  
of a Registrant.**

The information provided in Item 1.01 is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(c) *Exhibits.*

Exhibit No.	Description
10.1	Credit Agreement, dated as of November 1, 2005, among Wintrust Financial Corporation, the various financial institutions party thereto and LaSalle Bank National Association, as Administrative Agent.

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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 L. Stoehr  
David L. Stoehr  
Executive Vice President and Chief Financial  
Officer

Date: December 14, 2005

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