

FIRST NORTHERN COMMUNITY BANCORP

Form 4

May 24, 2006

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ONSUM OWEN J

2. Issuer Name and Ticker or Trading Symbol  
FIRST NORTHERN COMMUNITY BANCORP [FNRN]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
05/23/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President/CEO

P.O. BOX 547, 195 N. FIRST STREET

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

DIXON, CA 95620

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	05/23/2006		J <sup>(1)</sup>	D	\$ 1,850	77,328	D
Common Stock	05/23/2006		M <sup>(1)</sup>	A	\$ 9.31	82,844	D
Common Stock	05/23/2006		J <sup>(2)</sup>	D	\$ 4,175	78,669	D
Common Stock	05/23/2006		M <sup>(2)</sup>	A	\$ 9.72	90,589	D

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

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(9-02)

**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 of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option (Right to Purchase)	\$ 9.31	05/23/2006		M <sup>(1)</sup>	5,516	<sup>(3)</sup> 01/08/2013	Common Stock	5,516
Common Stock	\$ 9.72	05/23/2006		M <sup>(2)</sup>	11,920	<sup>(3)</sup> 01/02/2012	Common Stock	11,920

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ONSUM OWEN J P.O. BOX 547 195 N. FIRST STREET DIXON, CA 95620	X		President/CEO	

## Signatures

Lynn Campbell, AVP/Corporate Secretary  
w/POA 05/24/2006

    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) Swapped 1,850 shares @\$27.75 for 5,516 Option shares @\$9.31 to gain a total of 3,666 shares.

(2) Swapped 4,175 shares @\$27.75 for 11,920 Option shares @\$9.72 to gain a total of 7,745 shares.

(3) Stock Options Granted vest 20% upon their grant and 20% annually over 4 years.

## Edgar Filing: FIRST NORTHERN COMMUNITY BANCORP - Form 4

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.