

WINTRUST FINANCIAL CORP  
Form 8-K  
November 02, 2011

**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): October 28, 2011

**WINTRUST FINANCIAL CORPORATION**

(Exact name of registrant as specified in its charter)

**Illinois**  
(State or other jurisdiction

of Incorporation)

727 North Bank Lane

Lake Forest, Illinois  
(Address of principal executive offices)

**001-35077**  
(Commission

File Number)

**36-3873352**  
(I.R.S. Employer

Identification No.)

**60045**  
(Zip Code)

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**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))

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

On October 28, 2011, Wintrust Financial Corporation ( Wintrust ) entered into a Fourth Amendment Agreement, (the Amendment ) to the Amended and Restated Credit Agreement dated as of October 30, 2009 (as amended, the Credit Agreement ) among Wintrust, the lenders named therein, and Bank of America, N.A., ( Bank of America ) as administrative agent.

Pursuant to the Amendment, Royal Bank of Canada has agreed to become an additional Revolving Credit Lender under the Credit Agreement, with a Revolving Commitment of \$25.0 million. After giving effect to the Amendment, the total Revolving Commitment of all lenders under the Credit Agreement is \$75.0 million. As of the date hereof, Wintrust has no outstanding balance under the Revolving Credit Facility and has \$1.0 million outstanding under its Term Facility with Bank of America.

The above summary of the Amendment does not purport to be a complete description of the Amendment and is qualified in its entirety by reference to the Amendment attached hereto as Exhibit 10.1. Capitalized terms used herein but not defined have the meanings set forth in the Credit Agreement.

**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.**

(d) Exhibits

**Exhibits**

10.1 Fourth Amendment Agreement dated as of October 28, 2011 by and among Wintrust Financial Corporation, the lenders named therein, and Bank of America, N.A., as administrative agent for the lenders.

**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/ Lisa J. Reategui  
Lisa J. Reategui  
Executive Vice President, General Counsel &  
Corporate Secretary

Date: November 2, 2011

**INDEX TO EXHIBITS**

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