

WINTRUST FINANCIAL CORP
Form 8-K
January 31, 2017

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): January 26, 2017
WINTRUST FINANCIAL CORPORATION
(Exact name of registrant as specified in its charter)

Illinois	001-35077	36-3873352
(State or other jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)
9700 West Higgins Road		60018
Rosemont, Illinois		(Zip Code)
(Address of principal executive offices)		

Registrant's telephone number, including area code: (847) 939-9000
N/A
(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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Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On January 26, 2017, the Board of Directors of Wintrust Financial Corporation (the “Company”) amended the Company’s Amended and Restated By-Laws, effective immediately. The amendment increases the size of the Board of Directors from twelve (12) directors to thirteen (13) directors. The Company’s Amended and Restated By-Laws, as amended, are attached hereto as Exhibit 3.2 and are incorporated herein by reference.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Additionally on January 26, 2017, the Board of Directors of the Company appointed William J. Doyle as a director of the Company, effective February 1, 2017, to fill the vacancy created by the above-referenced bylaws amendment.

Item 9. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
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3.2	Amended and Restated By-Laws of Wintrust Financial Corporation
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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/
Kathleen
M. Boege
Kathleen
M. Boege
Executive
Vice
President,
General
Counsel
and
Corporate
Secretary

Date: January 31, 2017

EXHIBIT INDEX

Exhibit No. Description

3.2 Amended and Restated By-Laws of Wintrust Financial Corporation

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