

FISH DONALD J  
Form 4  
January 30, 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 \*  
FISH DONALD 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)  
P.O. BOX 547, 195 N. FIRST STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
01/26/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP/Chief Credit Officer

DIXON, CA 95620

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

(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)
			Code	V	Amount	(D)	Price
Common Stock	01/26/2006		J <sup>(1)</sup>		1,423	D	\$ 26.5
Common Stock	01/26/2006		M <sup>(1)</sup>		7,910	A	\$ 4.77
Common Stock	01/26/2006		J <sup>(2)</sup>		2,123	D	\$ 26.5
Common Stock	01/26/2006		M <sup>(2)</sup>		11,724	A	\$ 4.8
Common Stock	01/26/2006		J <sup>(3)</sup>		1,822	D	\$ 26.5
							60,096
							71,820
							69,998

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Common Stock	01/26/2006	<u>M</u> <sup>(3)</sup>	4,688	A	\$ 10.3	74,686	D
Common Stock	01/26/2006	<u>J</u> <sup>(4)</sup>	1,152	D	\$ 26.5	73,534	D
Common Stock	01/26/2006	<u>M</u> <sup>(4)</sup>	3,095	A	\$ 9.87	76,629	D
Common Stock	01/26/2006	<u>J</u> <sup>(5)</sup>	1,050	D	\$ 26.5	75,579	D
Common Stock	01/26/2006	<u>M</u> <sup>(5)</sup>	2,384	A	\$ 11.68	77,936	D
Common Stock	01/26/2006	<u>J</u> <sup>(6)</sup>	1,470	D	\$ 26.5	76,493	D
Common Stock	01/26/2006	<u>M</u> <sup>(6)</sup>	6,138	A	\$ 6.35	82,631	D
Common Stock	01/26/2006	<u>J</u> <sup>(7)</sup>	836	D	\$ 26.5	81,795	D
Common Stock	01/26/2006	<u>M</u> <sup>(7)</sup>	3,490	A	\$ 6.35	85,285	D
Common Stock	01/26/2006	<u>J</u> <sup>(8)</sup>	1,570	D	\$ 26.5	83,715	D
Common Stock	01/26/2006	<u>M</u> <sup>(8)</sup>	4,040	A	\$ 10.3	87,755	D
Common Stock	01/26/2006	<u>J</u> <sup>(9)</sup>	907	D	\$ 26.5	86,848	D
Common Stock	01/26/2006	<u>M</u> <sup>(9)</sup>	2,334	A	\$ 10.3	89,182	D
Common Stock	01/26/2006	<u>J</u> <sup>(10)</sup>	258	D	\$ 26.5	88,924	D
Common Stock	01/26/2006	<u>M</u> <sup>(10)</sup>	664	A	\$ 10.3	89,588	D
Common Stock	01/26/2006	<u>J</u> <sup>(11)</sup>	2,306	D	\$ 26.5	87,282	D
Common Stock	01/26/2006	<u>M</u> <sup>(11)</sup>	6,194	A	\$ 9.87	93,476	D
Common Stock	01/26/2006	<u>J</u> <sup>(12)</sup>	487	D	\$ 26.5	92,989	D
Common Stock	01/26/2006	<u>M</u> <sup>(12)</sup>	1,310	A	\$ 9.87	94,299	D
Common Stock	01/26/2006	<u>J</u> <sup>(13)</sup>	1,485	D	\$ 26.5	92,814	D
	01/26/2006	<u>M</u> <sup>(13)</sup>	3,370	A		96,184	D

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Common Stock					\$	11.68	
Common Stock	01/26/2006	J <sup>(14)</sup>	433	D	\$ 26.5	95,751	D
Common Stock	01/26/2006	M <sup>(14)</sup>	984	A	\$ 11.68	96,735	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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock	\$ 4.77	01/26/2006	01/26/2006	M		7,910		<u>(15)</u>	03/06/2008	Common Stock	7,910
Common Stock	\$ 4.8	01/26/2006	01/26/2006	M		11,724		<u>(15)</u>	01/03/2010	Common Stock	11,724
Common Stock	\$ 10.3	01/26/2006	01/26/2006	M		4,688		<u>(15)</u>	01/02/2012	Common Stock	4,688
Common Stock	\$ 9.87	01/26/2006	01/26/2006	M		3,095		<u>(15)</u>	01/02/2013	Common Stock	3,095
Common Stock	\$ 11.68	01/26/2006	01/26/2006	M		2,384		<u>(16)</u>	01/20/2014	Common Stock	2,384
Common Stock	\$ 6.35	01/26/2006	01/26/2006	M		6,138		<u>(15)</u>	01/02/2011	Common Stock	6,138
Common Stock	\$ 6.35	01/26/2006	01/26/2006	M		3,490		<u>(15)</u>	01/02/2011	Common Stock	3,490
Common Stock	\$ 10.3	01/26/2006	01/26/2006	M		4,040		<u>(15)</u>	01/02/2012	Common Stock	4,040
Common Stock	\$ 10.3	01/26/2006	01/26/2006	M		2,334		<u>(15)</u>	01/02/2012	Common Stock	2,334



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(15) Stock Options granted vested 20% upon grant and 20% annually over 4 years.

(16) Stock Options granted vested 0% upon grant and 25% annually over 4 years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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