

MidWestOne Financial Group, Inc.

Form 4

April 27, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Kniff-McCulla Barbara J

2. Issuer Name **and** Ticker or Trading
Symbol
MidWestOne Financial Group, Inc.
[MOFG]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
102 S. CLINTON STREET, P.O.
BOX 1700

3. Date of Earliest Transaction
(Month/Day/Year)
04/27/2015

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(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

IOWA CITY, IA 52244-1700

(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 or Disposed of (D) (Instr. 3, 4 and 5) (A) or (D)	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)	
Common Stock					750 ⁽¹⁾	D		
Common Stock	04/27/2015		M	769	A \$ 18.49	4,677 ⁽²⁾	I	Held in revocable grantor trust

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control**

SEC 1474
(9-02)

number.

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)		8. De Se (In
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 18.49	04/27/2015		M	769	<u>(3)</u>	04/29/2015	Common Stock	769	
Stock Option (Right to Buy)	\$ 20.08					<u>(3)</u>	04/28/2016	Common Stock	950	
Stock Option (Right to Buy)	\$ 18.06					<u>(3)</u>	05/01/2016 <u>(4)</u>	Common Stock	950	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kniff-McCulla Barbara J 102 S. CLINTON STREET P.O. BOX 1700 IOWA CITY, IA 52244-1700	X			

Signatures

Kenneth R. Urmie, under Power of Attorney dated December 15,
2010

04/27/2015

**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) Shares reduced by 65 shares due to lapse of restricted period/issuance of restricted stock unit shares which moved from direct holding and into indirect holding of reporting person's revocable grantor trust.
- (2) Shares increased by 65 shares due to lapse of restricted period/issuance of RSU shares which moved from direct holding and into indirect holding of reporting person's revocable grantor trust.
- (3) Fully vested.
- (4) Option expires May 1, 2016 or 1 year from closing of Merger with Central Bancshares, Inc., whichever is later. In the event that the Merger does not close, the option will expire April 26, 2017 as originally granted.

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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