

BOTTS PATRICK C
Form 4
July 31, 2017

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 *
BOTTS PATRICK C

2. Issuer Name and Ticker or Trading Symbol
MUTUALFIRST FINANCIAL INC
[MFSF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

MUTUALFIRST FINANCIAL,
INC., 110 EAST CHARLES
STREET

3. Date of Earliest Transaction
(Month/Day/Year)
07/28/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
President & COO

(Street)

MUNCIE, IN 47305-2400

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 or Price		
Common Stock	07/28/2017		M		2,880 A \$ 25.66	25,199	D
Common Stock	07/28/2017		S ⁽⁵⁾		1,000 D \$ 34.705	24,199	D
Common Stock	07/28/2017		S ⁽⁵⁾		1,069 D \$ 35.0216	23,130	D
Common Stock	07/28/2017		S ⁽⁵⁾		811 D \$ 35.45	22,319	D
						12,363.191	I

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Common Stock						By ESOP (1)
Common Stock				1,360	I	By Spouse's IRA
Common Stock				200	I	By UTMA

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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Purchase)	\$ 6.93					(2) 12/31/2021	Common Stock	15,000	
Stock Option (Right to Purchase)	\$ 7.05					(2) 12/21/2025	Common Stock	40,000	
Stock Option (Right to Purchase)	\$ 14.5					(3) 01/12/2011	Common Stock	7,800	
Stock Option (Right to Purchase)	\$ 25.66	07/28/2017		M	2,880	(4) 12/17/2018	Common Stock	2,880	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOTTS PATRICK C MUTUALFIRST FINANCIAL, INC. 110 EAST CHARLES STREET MUNCIE, IN 47305-2400	X		President & COO	

Signatures

/s/ Rosalie A. Petro, P.O.A. for Patrick C.
Botts

07/31/2017

 **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) Reflects ESOP allocations that have occurred since the date of the reporting person's last ownership report.

(2) These options were issued under the Issuer's 2000 Stock Option and Incentive Plan and became exercisable on 12/21/2012.

(3) These options became fully exercisable on 11/12/2005.

(4) These options became fully exercisable on 12/31/2005.

(5) Shares were sold pursuant to a 10b5-1 Stock Trading Plan entered into by the reporting person which was announced by the Company in a Current Report on Form 8-K filed with the SEC on June 23, 2017.

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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