

MidWestOne Financial Group, Inc.

Form 4/A

February 18, 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  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Ortale Gary John

(Last) (First) (Middle)

102 S. CLINTON STREET, P.O.  
BOX 1700

(Street)

IOWA CITY, IA 52244-1700

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/15/2015

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
02/18/2015

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify below)  
EVP, CFO & Treasurer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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)
Common Stock	02/15/2015		F	484 <sup>(1)</sup> D	\$ 28.75	6,740	D
Common Stock	02/15/2015		A	1,500 <sup>(2)</sup> A	\$ 0	8,240	D
Common Stock					2,222 <sup>(3)</sup>	I	By ESOP
Common Stock					10,000	I	By IRAs
Common Stock					1,500	I	By Spousal

IRA

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 number.**

SEC 1474  
(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. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy)	\$ 16.69					<u>(4)</u>	04/01/2018	Common Stock	500	
Employee Stock Option (Right to Buy)	\$ 9.34					<u>(5)</u>	01/22/2019	Common Stock	500	
Employee Stock Option (Right to Buy)	\$ 7.02					<u>(6)</u>	07/16/2019	Common Stock	4,800	

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Ortale Gary John 102 S. CLINTON STREET	EVP, CFO & Treasurer

P.O. BOX 1700  
IOWA CITY, IA 52244-1700

## Signatures

Kenneth R. Urmie, Corporate Secretary, under Power of Attorney dated January 22, 2009

02/18/2015

\_\_\_\_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) Restricted Stock Units withheld to pay payroll taxes due upon vesting and issuance of Restricted Stock Units shares from February 15, 2012, February 15, 2013 and February 15, 2014 awards, issued on February 15, 2015.
- (2) Shares were acquired pursuant to a grant of restricted stock units which vest in four equal annual installments beginning February 15, 2016.
- (3) Shares held in the MidWestOne Financial Group, Inc. Employee Stock Ownership Plan as of February 15, 2015.
- (4) The option vests in four equal annual installments beginning on April 1, 2009.
- (5) The option vests in four equal annual installments beginning on January 22, 2010.
- (6) The option vests in four equal annual installments beginning on July 16, 2010.

### Remarks:

The purpose of this Form 4 Amendment is to correct the total number of shares directly owned in Column 5. The 484 shares f

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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