

Wersen Robert D  
 Form 5/A  
 March 08, 2010

**FORM 5**

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**Wersen Robert D**

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2009**

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

**102 SOUTH CLINTON STREET**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
**01/22/2010**

6. Individual or Joint/Group Reporting

(check applicable line)

**IOWA CITY, IA 52240**

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| Common Stock                    | 12/31/2009 <sup>(2)</sup>            | ∅  | A                              | 55 <sup>(3)</sup> A \$ 0  | 7,983 <sup>(4)</sup>   | D  | ∅                                 |
| Common Stock                    | 12/31/2009 <sup>(2)</sup>            | ∅  | L                              | 213 A \$ <sup>(6)</sup>   | 3,062 <sup>(5)</sup>   | I  | By IRA                            |

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

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**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. F. Der. Sec. (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable Expiration Date                         | Title   | Amount or Number of Shares |
| Stock Option                               | \$ 8.16  | Â                                    | Â  | Â                              | Â Â Â (1)   | 04/27/2010   | Common Stock  | 1,945                      |
| Stock Option                               | \$ 10.28   | Â                                    | Â  | Â                              | Â Â Â (1)   | 04/26/2011   | Common Stock  | 1,557                      |
| Stock Option                               | \$ 14.59   | Â                                    | Â  | Â                              | Â Â Â (1)   | 04/30/2012   | Common Stock  | 1,151                      |
| Stock Option                               | \$ 16.85   | Â                                    | Â  | Â                              | Â Â Â (1)   | 04/30/2013   | Common Stock  | 1,375                      |
| Stock Option                               | \$ 19.5  | Â                                    | Â  | Â                              | Â Â Â (1)   | 04/30/2014   | Common Stock  | 1,310                      |
| Stock Option                               | \$ 18.49   | Â                                    | Â  | Â                              | Â Â Â (1)   | 04/29/2015   | Common Stock  | 1,147                      |
| Stock Option                               | \$ 20.08   | Â                                    | Â  | Â                              | Â Â Â (1)   | 04/28/2016   | Common Stock  | 950                        |
| Stock Option                               | \$ 18.06   | Â                                    | Â  | Â                              | Â Â Â (1)   | 04/26/2017   | Common Stock  | 950                        |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Wersen Robert D<br>102 SOUTH CLINTON STREET<br>IOWA CITY, IA 52240 | Â X           | Â         | Â       | Â     |

## Signatures

Kenneth R. Urmie, under Power of Attorney dated 01/22/2009 03/08/2010

\_\_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) Fully vested.

(2) This report is for the year as accrued on the same dates as cash dividends were paid on the underlying stock.

These RSU shares represent the dividend equivalent that would have been paid on the number of shares of unvested restricted stock units (RSUs) awarded, plus prior dividend equivalents accruing on such RSUs. All such dividend equivalents credited will be treated as RSUs. As RSUs, these dividend equivalents are subject to vesting, forfeiture and termination in accordance with the terms of the original awards

(4) The reporting person has increased the balance of shares held in this classification by 1,500 shares to reflect the correction (decrease) to the number of shares owned by the IRA classification below.

On March 3, 2009, the reporting person inadvertently reported the purchase of 1,500 shares by the IRA. Since the shares were actually purchased in a personal, non-IRA account, the reporting person has reduced the balance of this classification by 1,500 shares while increasing the Direct ownership classification by 1,500 shares to correct the reporting mis-classification.

(6) Shares were acquired through dividend reinvestments in a brokerage account at various prices at fair market value throughout the 2009 reporting year.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.