

MidWestOne Financial Group, Inc.

Form 4

January 20, 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

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(Print or Type Responses)

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

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)
01/18/2015

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP, CFO & Treasurer

(Street)
IOWA CITY, IA 52244-1700

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	01/18/2015		F	68 ⁽¹⁾ D \$ 28.36	7,224	D	
Common Stock					2,222 ⁽²⁾	I	By ESOP
Common Stock					10,000	I	By IRAs
Common Stock					1,500	I	By Spousal IRA

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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. 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>(3)</u>	04/01/2018	Common Stock	500	
Employee Stock Option (Right to Buy)	\$ 9.34					<u>(4)</u>	01/22/2019	Common Stock	500	
Employee Stock Option (Right to Buy)	\$ 7.02					<u>(5)</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 P.O. BOX 1700 IOWA CITY, IA 52244-1700	EVP, CFO & Treasurer

Signatures

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

01/21/2015

__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 January 18, 2011 award, issued on January 18, 2015.
- (2) Shares held in the MidWestOne Financial Group, Inc. Employee Stock Ownership Plan as of December 31, 2014. Shares increased by 412 shares since the date of the previous form filing due to allocations made to the reporting person's account during year 2014.
- (3) The option vests in four equal annual installments beginning on April 1, 2009.
- (4) The option vests in four equal annual installments beginning on January 22, 2010.
- (5) The option vests in four equal annual installments beginning on July 16, 2010.

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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