Bietz Steven L Form 4 February 17, 2009

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

**SECURITIES** obligations may continue.

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 See Instruction

1(b).

(Last)

5601

(Print or Type Responses)

1. Name and Address of Reporting Person \* Bietz Steven L

(First)

WBI HOLDINGS, INC., P. O. BOX

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

MDU RESOURCES GROUP INC [MDU]

(Check all applicable)

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

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

6. Individual or Joint/Group Filing(Check

02/12/2009

Pres. & CEO - WBI Hold., Inc.

4. If Amendment, Date Original

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

(Street)

Filed(Month/Day/Year)

(Middle)

BISMARCK, ND 58506-5601

(City)	(State) (Zip)	Table I	- Non-Deriva	tive Securities Acquired,	Disposed of, or	Beneficially	Owned
1.Title of Security	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6.	7. Nati

1.Title of Security	2. Transaction Date	2A. Deemed	3.	4. Securi	ties A	cquired	5. Amount of	6.	<ol><li>Nature</li></ol>
(Instr. 3)	(Month/Day/Year)	Execution Date, if	Transact	on(A) or D	ispose	d of (D)	Securities	Ownership	of Indirect
		any	Code	(Instr. 3,	4 and	5)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(A)		Reported	(I)	
					or		Transaction(s)	(Instr. 4)	
			Code V	Amount		Price	(Instr. 3 and 4)		
Common Stock	02/12/2009		A	5,755	A	\$0	33,450.248	D	
Common Stock	02/12/2009		F	1,978	D	\$ 18.61	31,472.248	D	
Common Stock - (401-k)							31,382.933	I	By Trustee
Common Stock - (ESOP)							255.614	I	By Trustee
Common Stock-Restricted Stock							558	I	By Trustee

#### Edgar Filing: Bietz Steven L - Form 4

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	nte	Amou	nt of	Derivative	]
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	5
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m: 1	or		
						Exercisable	Date	Title	Number		
									of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

enorting Owner Name / Address	Relationships

Director 10% Owner Officer Other

Bietz Steven L WBI HOLDINGS, INC. P. O. BOX 5601 BISMARCK, ND 58506-5601

Pres. & CEO - WBI Hold., Inc.

### **Signatures**

Steven L. Bietz 02/16/2009
\*\*Signature of Date

Reporting Person

# **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).

Note: File three copies of this Form, one of which must be manually signed. If space 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.

Reporting Owners 2