

MidWestOne Financial Group, Inc.

Form 4

February 17, 2017

**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  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Jehle Kent L

(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)  
02/15/2017

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
EVP & Chief Credit Officer

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 02/15/2017                              |                                                             | A                        | 2,200<br>(1)                                                        | A \$ 0 19,110                                                                                                      | D                                                                          |                                                                   |
| Common<br>Stock                       | 02/15/2017                              |                                                             | F                        | 774 (2)                                                             | D \$ 36.51 18,336                                                                                                  | D                                                                          |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                          |                                                                     | 3,412 (3)                                                                                                          | I                                                                          | By ESOP                                                           |
| Common<br>Stock                       |                                         |                                                             |                          |                                                                     | 2,300                                                                                                              | I                                                                          | By IRA                                                            |
| Common<br>Stock                       |                                         |                                                             |                          |                                                                     | 1,000                                                                                                              | I                                                                          | Held by<br>spouse                                                 |

|                 |       |   |                                               |
|-----------------|-------|---|-----------------------------------------------|
| Common<br>Stock | 7,400 | I | By Limited<br>Liability<br>Corporation<br>(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)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                        | 8. Pri<br>Deriv<br>Secur<br>(Instr |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|----------------------------------------|------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                             | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount<br>or<br>Number<br>of<br>Shares |                                    |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 16.69                                                              |                                         |                                                             |                                         |                                                                                                                       | <u>(5)</u>                                                     | 04/01/2018         | Common<br>Stock                                                     | 3,000                                  |                                    |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 9.34                                                               |                                         |                                                             |                                         |                                                                                                                       | <u>(6)</u>                                                     | 01/22/2019         | Common<br>Stock                                                     | 1,500                                  |                                    |

## Reporting Owners

| Reporting Owner Name / Address                                                     | Relationships                    |
|------------------------------------------------------------------------------------|----------------------------------|
|                                                                                    | Director 10% Owner Officer Other |
| Jehle Kent L<br>102 S. CLINTON STREET<br>P.O. BOX 1700<br>IOWA CITY, IA 52244-1700 | EVP & Chief Credit Officer       |

## Signatures

Kenneth R. Urmie, Corporate Secretary, under Power of Attorney dated July 21, 2016

02/17/2017

\_\_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) Shares were acquired pursuant to a grant of restricted stock units which vest in four equal annual installments beginning February 15, 2018.
- (2) Restricted Stock Units withheld to pay payroll taxes due upon vesting and issuance of Restricted Stock Units shares on February 15, 2017.
- (3) Shares held in the MidWestOne Financial Group, Inc. Employee Stock Ownership Plan as of February 15, 2017. Shares increased by 426 shares since the date of the reporting person's last filing due to additional shares allocated to the reporting person's ESOP account.
- (4) The reporting person is the managing member for the Jehle Family, LLC, and has investment and voting power over all the shares. The reporting person has a 25% ownership interest in the Jehle Family, LLC.
- (5) The option vests in four equal annual installments beginning on April 1, 2009.
- (6) The option vests in four equal annual installments beginning on January 22, 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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