

MidWestOne Financial Group, Inc.  
 Form 4/A  
 February 26, 2014

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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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

(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  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/15/2014

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

IOWA CITY, IA 52244-1700

4. If Amendment, Date Original Filed(Month/Day/Year)  
 02/19/2014

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/15/2014		A		2,500 <u>(1)</u>	A	\$ 0 7,534 D
Common Stock	02/15/2014		F		97 <u>(2)</u>	D	\$ 25.03 7,437 D
Common Stock	02/15/2014		F		145 <u>(3)</u>	D	\$ 25.03 7,292 D
Common Stock							1,810 <u>(4)</u> 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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**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. Priority of Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 16.69					<u>(5)</u>	04/01/2018	Common Stock	500
Employee Stock Option (Right to Buy)	\$ 9.34					<u>(6)</u>	01/22/2019	Common Stock	500
Employee Stock Option (Right to Buy)	\$ 7.02					<u>(7)</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

02/26/2014

\_\_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, 2015.
- (2) Restricted Stock Units withheld to pay payroll taxes due upon vesting and issuance of Restricted Stock Units shares from February 15, 2012 award, issued on February 15, 2014.
- (3) Restricted Stock Units withheld to pay payroll taxes due upon vesting and issuance of Restricted Stock Units shares from February 15, 2013 award, issued on February 15, 2014.
- (4) Shares held in the MidWestOne Financial Group, Inc. Employee Stock Ownership Plan as of December 31, 2013.
- (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.
- (7) The option vests in four equal annual installments beginning on July 16, 2010.

### Remarks:

The reason for the amendment was to increase the number of shares forfeited per Footnote 3 from 135 shares to 145 shares.

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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