

DONOHUE RICHARD R
Form 4/A
August 31, 2010

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 *
DONOHUE RICHARD R

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 SOUTH CLINTON STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/21/2010

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

IOWA CITY, IA 52240

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
01/25/2010

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------------------|---|--|-----------------------------------|-----------|
| | | | | (A) or (D) | Amount | | | | |
| Common Stock | 01/21/2010 | | A | V | 500 ⁽²⁾ | A \$ 0 | 3,018 | D | |
| Common Stock | | | | | | | 5,772 | I | By Spouse |

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. Price of Derivative Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Stock Option | \$ 10.28 | | | | | (1) 04/26/2011 | Common Stock | 1,044 |
| Stock Option | \$ 14.59 | | | | | (1) 04/30/2012 | Common Stock | 1,151 |
| Stock Option | \$ 16.85 | | | | | (1) 04/30/2013 | Common Stock | 1,375 |
| Stock Option | \$ 19.5 | | | | | (1) 04/30/2014 | Common Stock | 1,310 |
| Stock Option | \$ 18.49 | | | | | (1) 04/29/2015 | Common Stock | 1,147 |
| Stock Option | \$ 20.08 | | | | | (1) 04/28/2016 | Common Stock | 950 |
| Stock Option | \$ 18.06 | | | | | (1) 04/26/2017 | Common Stock | 950 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| DONOHUE RICHARD R 102 SOUTH CLINTON STREET IOWA CITY, IA 52240 | | X | | |

Signatures

Kenneth R. Urmie, under Power of Attorney dated 01/22/09 08/31/2010

__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) Shares were acquired pursuant to a grant of restricted stock units which vest in four equal annual installments beginning January 21, 2011.

Remarks:

Correction made to Box 3 earliest filing date. Box 3 was incorrectly dated 12/21/2010 and is now being amended to 01/21/2011.

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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