

Funk Charles N
Form 4/A
March 08, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Funk Charles N

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)
02/15/2012

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

IOWA CITY, IA 52244-1700

4. If Amendment, Date Original Filed(Month/Day/Year)
02/17/2012

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 (D) Price | | |
| Common Stock | 02/15/2012 | | A | | 3,132 (1) | A | \$ 0 53,557 D |
| Common Stock | 02/15/2012 | | A | | 2,500 (2) | A | \$ 0 56,057 D |
| Common Stock | | | | | | | 1,553 I By ESOP |

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

SEC 1474
(9-02)

displays a currently valid OMB control number.

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 or Amount of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------------------------|
| Employee Stock Option (Right to Buy) | \$ 16.69 | | | | | (3) 04/01/2018 | Common Stock | 6,000 |
| Employee Stock Option (Right to Buy) | \$ 9.34 | | | | | (4) 01/22/2019 | Common Stock | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------------------------------|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Funk Charles N 102 S. CLINTON STREET P.O. BOX 1700 IOWA CITY, IA 52244-1700 | X | | President and CEO | |

Signatures

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

03/08/2012

__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)

Edgar Filing: Funk Charles N - Form 4/A

Shares were acquired pursuant to a grant of restricted stock units, of which 50% vest on the 2nd anniversary of the grant and 25% each vest annually on the 3rd and 4th anniversary of the grant.

- (2) Shares were acquired pursuant to a grant of restricted stock units which vest in four equal annual installments beginning February 15, 2013.
- (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.

Remarks:

The purpose of this Form 4/A is to correct the listed award of 3,212 on the original filed Form 4 by reducing this amount by 80.

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.