

MidWestOne Financial Group, Inc.  
 Form 4  
 December 11, 2012

**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 \*  
**HOWARD CHARLES S**

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

3. Date of Earliest Transaction (Month/Day/Year)  
 12/07/2012

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

(Street)

IOWA CITY, IA 52244-1700

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

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 (A) or (D) Price			
Common Stock	12/07/2012		F	5,575 (1) D \$ 20.03	84,716	D	
Common Stock	12/07/2012		M	6,650 A \$ 16.86	91,366	D	
Common Stock					75,800	I	By Spouse
Common Stock					27,674 (2)	I	By ESOP

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 (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. Amount or Number of Shares
Stock Option	\$ 16.86	12/07/2012		M	6,650	<u>(3)</u> 12/31/2012	Common Stock	6,650
Stock Option	\$ 19.75					<u>(3)</u> 12/31/2013	Common Stock	6,982
Stock Option	\$ 21.94					<u>(3)</u> 04/21/2014	Common Stock	6,649
Stock Option	\$ 18.71					<u>(3)</u> 04/21/2014	Common Stock	2,849

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOWARD CHARLES S 102 S. CLINTON STREET P.O. BOX 1700 IOWA CITY, IA 52244-1700		X		

## Signatures

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

12/11/2012

\_\_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).

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- (1) Shares owned by reporting person were surrendered to the company along with additional cash payment for the 6,650 shares acquired in the exercise of the stock option.
- (2) Shares held in MidWestOne Financial Group, Inc. Employee Stock Ownership Plan and allocated to the reporting person's account as of November 29, 2012.
- (3) Fully vested.

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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