

MidWestOne Financial Group, Inc.
 Form 5/A
 May 15, 2014

FORM 5

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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Zaiser R Scott

 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
MidWestOne Financial Group, Inc. [MOFG]

5. Relationship of Reporting Person(s) to Issuer

 (Check all applicable)

102 S. CLINTON STREET, P. O. BOX 1700

 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
05/15/2014

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

IOWA CITY, IA 52244-1700

 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
05/15/2014

6. Individual or Joint/Group Reporting

 (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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock | 05/15/2014 | ^ | A | 500 ⁽¹⁾ A \$ 0 | 8,466 | D | ^ |
| Common Stock | ^ | ^ | ^ | ^ ^ ^ ^ | 121 | I | By Corporation |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (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. F. Der. Sec. (Instr. 3) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option | \$ 18.49 | Â | Â | Â | Â Â | Â (2) | 04/29/2015 | Common Stock | 1,147 |
| Stock Option | \$ 20.08 | Â | Â | Â | Â Â | Â (2) | 04/28/2016 | Common Stock | 950 |
| Stock Option | \$ 18.06 | Â | Â | Â | Â Â | Â (2) | 04/26/2017 | Common Stock | 950 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Zaiser R Scott 102 S. CLINTON STREET P. O. BOX 1700 IOWA CITY, IA 52244-1700 | Â X | Â | Â | Â |

Signatures

Kenneth R. Urmie, under Power of Attorney dated 01/22/2009 05/15/2014

__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 on May 15, 2015.

(2) Fully vested.

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Remarks:

The purpose of this Form 5/A is to acknowledge for the official record that the issuer inadvertently

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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