

Edgar Filing: MidWestOne Financial Group, Inc. - Form 8-K

MidWestOne Financial Group, Inc.  
Form 8-K  
April 21, 2014

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

FORM 8-K

Current Report  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) April 17, 2014

MidWestOne Financial Group, Inc.  
(Exact name of registrant as specified in its charter)

Commission file number 001-35968

Iowa (State or other jurisdiction of incorporation) 102 South Clinton Street Iowa City, Iowa 52240 (Address of principal executive offices, including zip code) (319) 356-5800 (Registrant's telephone number, including area code) N/A (Former name or former address, if changed since last report)	42-1206172 (I.R.S. Employer Identification Number)
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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- £ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- £ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- £ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- £ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

The annual meeting of shareholders of MidWestOne Financial Group, Inc. (the "Company") was held on April 17, 2014. There were a total of 8,471,761 shares of common stock outstanding as of the record date for the annual meeting, of which 7,469,910 were present in person or by proxy at the meeting, representing 88% of the outstanding shares eligible to vote. Three proposals were presented to the shareholders. The results of the shareholder vote on each of the three proposals were as follows:

A proposal to elect four (4) Class I Directors of the Company; each director having a three-year term expiring in the year 2017.

Nominees	Number of Shares Voted For	Number of Shares Vote Withheld	Broker Non-Votes
Charles N. Funk	6,415,308	98,007	956,595
Barbara J. Kniff-McCulla	6,403,687	109,628	956,595
William N. Ruud	6,403,836	109,479	956,595
R. Scott Zaiser	6,424,421	88,894	956,595

An advisory (non-binding) proposal to approve the compensation awarded by the Company to its named executive officers, as disclosed pursuant to Item 402 of Regulation S-K, as required by Section 14A of the Securities Exchange Act of 1934, as amended.

Number of Shares Voted For	Number of Shares Voted Against	Abstentions	Broker Non-Votes
6,330,294	129,833	53,188	956,595

The ratification of the appointment of McGladrey, LLP as independent registered public accounting firm of the Company for the fiscal year ending December 31, 2014.

Number of Shares Voted For	Number of Shares Voted Against	Abstentions	Broker Non-Votes
7,416,083	34,547	19,280	—

Item 8.01. Other Events.

The Board of Directors of the Company has declared a cash dividend of \$0.145 per share payable on June 16, 2014 to shareholders of record as of the close of business on June 1, 2014. The press release is attached as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are filed herewith:

99.1 MidWestOne Financial Group, Inc. Press Release dated April 21, 2014.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MIDWESTONE FINANCIAL GROUP, INC.

Dated: April 21, 2014

By: /s/ GARY J. ORTALE  
Gary J. Ortale  
Executive Vice President and  
Chief Financial Officer