

MBT FINANCIAL CORP
Form 4
February 07, 2017

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 *
MCKELVEY SCOTT E

(Last) (First) (Middle)
102 E. FRONT ST.
(Street)

MONROE, MI 48161

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MBT FINANCIAL CORP [MBTF]

3. Date of Earliest Transaction (Month/Day/Year)
02/06/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

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)
			Code	V Amount (A) or (D) Price			
Common Stock	02/06/2017		M	1,535 A \$ 8.53	61,366	D	
Common Stock	02/06/2017		D	472 D \$ 11.6	60,894	D	
Common Stock	02/06/2017		M	2,887 A \$ 4.9	63,781	D	
Common Stock	02/06/2017		D	887 D \$ 11.6	62,894	D	
Common Stock	02/06/2017		M	2,437 A \$ 5.79	65,331	D	

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Common Stock	02/06/2017	D	749	D	\$ 11.6	64,582	D
Common Stock	02/06/2017	M	479	A	\$ 8.26	65,061	D
Common Stock	02/06/2017	D	148	D	\$ 11.6	64,913	D

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

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Appreciation Rights (stock only)	\$ 8.53	02/06/2017		M	5,800	12/31/2010	06/04/2018	Common Stock	1,530
Stock Appreciation Rights (stock only)	\$ 4.9	02/06/2017		M	5,000	12/31/2016	03/07/2024	Common Stock	2,880
Stock Appreciation Rights (stock only)	\$ 5.79	02/06/2017		M	4,866	12/31/2016	05/28/2025	Common Stock	2,430
Stock Appreciation Rights (stock only)	\$ 8.26	02/06/2017		M	1,666	12/31/2016	02/25/2026	Common Stock	479

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCKELVEY SCOTT E 102 E. FRONT ST. MONROE, MI 48161			Executive Vice President	

Signatures

/s/ Scott E.
McKelvey

02/07/2017

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).

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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