MDU RESOURCES GROUP INC

Form 4/A

February 21, 2017

FORM 4

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

OMB Number:

3235-0287 January 31,

2005

0.5

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Symbol

[MDU]

Expires: Estimated average

burden hours per

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

MDU RESOURCES GROUP INC

1(b).

(Print or Type Responses)

Barney David C

1. Name and Address of Reporting Person *

(Last) KNIFE RIV CORPORA CENTURY	of Earliest Transaction /Day/Year) /2017				Director 10% Owner Superior Other (specify below) below) President & CEO - Knife River					
	(Street)		endment, Da	Č	ıl		6. Individual or J	oint/Group Filir	ng(Check	
			Filed(Month/Day/Year) 02/21/2017				Applicable Line) _X_ Form filed by One Reporting Person			
BISMARCK, ND 58503			21/2017				Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secui	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	ed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	02/16/2017		A	5,081	A	\$0	5,081	D		
Common Stock	02/16/2017		F	1,628	D	\$ 26.37	3,453	D		
Common Stock							687	I	By Spouse	
Common Stock - (401-k) (1)							7,876.785	I	By Trustee	

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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 displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	:	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ction	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	(of	(Month/Day/	Year)	Unde	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	8) 1	Derivative	e		Secur	ities	(Instr. 5)
	Derivative					Securities			(Instr.	. 3 and 4)	
	Security				1	Acquired					
	·				((A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
						.,					
										Amount	
							Date	Expiration		or	
							Exercisable	*	Title Number of	Number	
						Exercisable				of	
				Code	V	(A) (D)				Shares	

Reporting Owners

enorting Owner Name / Address	Relationships

Director 10% Owner Officer Other

Barney David C KNIFE RIVER CORPORATION 1150 WEST CENTURY AVENUE BISMARCK, ND 58503

President & CEO - Knife River

Signatures

Daniel S. Kuntz, Power of Attorney

02/21/2017

**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).
- (1) As of the most recent quarter end, the number of shares may fluctuate daily depending on plan activity in the fund.

Remarks:

Footnote 1 was removed from the initial Form 4 filed 2-21-17.

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.

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