

KNUTSON PAUL L

Form 4

February 08, 2019

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KNUTSON PAUL L

(Last) (First) (Middle)

215 S CASCADE ST

(Street)

FERGUS FALLS, MN 56537-2801

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Otter Tail Corp [OTTR]

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

02/06/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP of Human Resources

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/06/2019		M	900	A <u>11</u>	4,407	D
Common Stock	02/06/2019		F	356 <u>(2)</u>	D \$ 48.045	4,051 <u>(3)</u>	D

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

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(9-02)

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units	(1)	02/06/2019		M	225	02/06/2019(4) 02/06/2019	Common Stock 0
Restricted Stock Units	(1)	02/06/2019		M	275	02/06/2019(5) (5)	Common Stock 275
Restricted Stock Units	(1)	02/06/2019		M	200	02/06/2019(6) (6)	Common Stock 400
Restricted Stock Units	(1)	02/06/2019		M	200	02/06/2019(7) (7)	Common Stock 600
Restricted Stock Units	(1)					02/06/2020(8) (8)	Common Stock 6,400

Reporting Owners

Reporting Owner Name / Address	Relationships
KNUTSON PAUL L 215 S CASCADE ST FERGUS FALLS, MN 56537-2801	Director 10% Owner Officer VP of Human Resources

Signatures

/s/ Paul L Knutson by Ella Leapaltd,
Attorney-in-Fact

02/08/2019

**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) Each restricted stock unit represents a contingent right to receive one share of Otter Tail Corporation common stock.
- (2) These shares were withheld by the Corporation to pay taxes due upon vesting of this award, exempt pursuant to Rule 16b-3(e).
- (3) Total direct holding include shares acquired through the Dividend Reinvestment Plan, Restricted Stock Units and Performance Share Awards.
- (4) The restricted stock units vest in four equal installments which began February 6, 2016.
- (5) The restricted stock units vest in four equal annual installments which began February 6, 2017.
- (6) The restricted stock units vest in four equal annual installments which began February 6, 2018.
- (7) The restricted stock units vest in four equal annual installments beginning the date shown above.
- (8) These restricted stock units vest in one installment on February 6, 2020.

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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