

First Savings Financial Group Inc
 Form 4
 January 03, 2017

FORM 4

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

OMB APPROVAL

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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 *
 Lawson John P Jr

2. Issuer Name and Ticker or Trading Symbol
 First Savings Financial Group Inc [FSFG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 12/29/2016

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

501 E. LEWIS & CLARK PARKWAY

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

CLARKSVILLE, IN 47129

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 12/29/2016 | | S | 4,185 | D \$ 45.5 | 9,239 ⁽¹⁾ | D |
| Common Stock | 12/29/2016 | | S | 400 | D \$ 45.51 | 8,839 ⁽¹⁾ | D |
| Common Stock | 12/29/2016 | | S | 100 | D \$ 45.52 | 8,739 ⁽¹⁾ | D |
| Common Stock | 12/29/2016 | | S | 300 | D \$ 45.53 | 8,439 ⁽¹⁾ | D |
| Common Stock | 12/29/2016 | | S | 361 | D \$ 45.54 | 8,078 ⁽¹⁾ | D |

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| | | | | | | | | |
|--------------|------------|---|-----|---|-----------|----------------------|---|-----------|
| Common Stock | 12/29/2016 | S | 100 | D | \$ 45.56 | 7,978 ⁽¹⁾ | D | |
| Common Stock | 12/29/2016 | S | 100 | D | \$ 45.65 | 7,878 ⁽¹⁾ | D | |
| Common Stock | 12/29/2016 | S | 400 | D | \$ 45.66 | 7,478 ⁽¹⁾ | D | |
| Common Stock | 12/29/2016 | S | 100 | D | \$ 45.7 | 7,378 ⁽¹⁾ | D | |
| Common Stock | 12/29/2016 | S | 124 | D | \$ 46 | 7,254 ⁽¹⁾ | D | |
| Common Stock | 12/29/2016 | S | 100 | D | \$ 46.2 | 7,154 ⁽¹⁾ | D | |
| Common Stock | 12/29/2016 | S | 100 | D | \$ 46.875 | 7,054 ⁽¹⁾ | D | |
| Common Stock | | | | | | 14,737 | I | By 401(k) |
| Common Stock | | | | | | 7,664 | I | By ESOP |

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

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(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Options | \$ 13.25 | | | | | Date Exercisable: 05/18/2011 ⁽²⁾ Expiration Date: 05/18/2020 | Common Stock | 19,658 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Lawson John P Jr 501 E. LEWIS & CLARK PARKWAY CLARKSVILLE, IN 47129 | X | | Chief Operating Officer | |

Signatures

/s/ John P.
Lawson, Jr. 01/03/2017

__Signature of Date
Reporting Person

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) Includes shares of restricted stock which vest at a rate of 20% commencing on November 21, 2017
- (2) Stock Options are fully vested.

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.