

ERKONEN SCOTT EDWARD

Form 4

December 04, 2018

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**ERKONEN SCOTT EDWARD**

(Last) (First) (Middle)

**C/O GREAT WESTERN  
BANCORP, INC., 225 SOUTH  
MAIN AVENUE**

(Street)

**SIOUX FALLS, SD 57104**

(City) (State) (Zip)

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

**Great Western Bancorp, Inc. [GWB]**

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

**11/30/2018**

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 below) \_\_\_\_ Other (specify below)

Chief Information Officer

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<br>Security<br>(Instr. 3)             | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock, par<br>value \$0.01<br>per share | 12/01/2018 <sup>(1)</sup>               |                                                             | M                                       | 202                                                                     | A \$ 0 675                                                                                                         | D                                                                    |                                                                   |
| Common<br>Stock, par<br>value \$0.01<br>per share | 12/01/2018 <sup>(2)</sup>               |                                                             | M                                       | 526                                                                     | A \$ 0 1,201                                                                                                       | D                                                                    |                                                                   |
| Common<br>Stock, par<br>value \$0.01              | 12/03/2018 <sup>(3)</sup>               |                                                             | F                                       | 179                                                                     | D \$ 1,022<br>37.08                                                                                                | D                                                                    |                                                                   |

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SEC 1474  
(9-02)

| 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. Price or Value of Underlying Securities (Instr. 3 and 4) |                                          |                            |                |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------|----------------------------|----------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A) (D)                                                  | Date Exercisable                                              | Expiration Date                                             | Title                                    | Amount or Number of Shares | Price or Value |
| Restricted Stock Units - 2017              | (4)                                                    | 12/01/2018                           |                                                    | M                              |                                                                                         | 202                                                      | (1)                                                           | (1)                                                         | Common Stock, par value \$0.01 per share | 202                        | \$             |
| Restricted Stock Units (2017 STI)          | (4)                                                    | 12/01/2018                           |                                                    | M                              |                                                                                         | 526                                                      | (2)                                                           | (2)                                                         | Common Stock, par value \$0.01 per share | 526                        | \$             |
| Restricted Stock Units - 2018              | (4)                                                    | 11/30/2018                           |                                                    | A                              |                                                                                         | 670                                                      | (5)                                                           | (5)                                                         | Common Stock, par value \$0.01 per share | 670                        | \$             |
| Restricted Stock Units (2018 STI)          | (4)                                                    | 11/30/2018                           |                                                    | A                              |                                                                                         | 634                                                      | (6)                                                           | (6)                                                         | Common Stock, par value \$0.01 per share | 634                        | \$             |

## Reporting Owners

| Reporting Owner Name / Address                                                                            | Relationships |           |                           |       |
|-----------------------------------------------------------------------------------------------------------|---------------|-----------|---------------------------|-------|
|                                                                                                           | Director      | 10% Owner | Officer                   | Other |
| ERKONEN SCOTT EDWARD<br>C/O GREAT WESTERN BANCORP, INC.<br>225 SOUTH MAIN AVENUE<br>SIOUX FALLS, SD 57104 |               |           | Chief Information Officer |       |

## Signatures

Donald J. Straka, as attorney-in-fact for Scott Edward  
Erkonen

12/04/2018

\_\_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) The restricted stock units vest in three equal installments beginning on December 1, 2018. The restricted stock units have no expiration date.
  - (2) The restricted stock units vest on December 1, 2018. The restricted stock units have no expiration date.
  - (3) The units representing these shares were surrendered to satisfy tax withholding obligations on the vesting of restricted stock unit awards.
  - (4) Each restricted stock unit represents a contingent right to receive one share of the common stock, par value \$0.01 per share, of Great Western Bancorp, Inc.
  - (5) The restricted stock units vest in three annual installments beginning on November 30, 2019. The restricted stock units have no expiration date.
  - (6) The restricted stock units vest on November 30, 2019. The restricted stock units have no expiration date.

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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