

RYKHUS DANIEL A  
Form 4  
December 04, 2018

**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 \*  
RYKHUS DANIEL A

(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  
 Officer (give title below)  Other (specify below)

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) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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

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SEC 1474  
(9-02)

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction of Derivative | 5. Number | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities | 8. |
|------------------------|---------------|--------------------------------------|-------------------------------|------------------------------|-----------|---|--|----|
|------------------------|---------------|--------------------------------------|-------------------------------|------------------------------|-----------|---|--|----|

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| Security (Instr. 3)           | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) |                  |                 |  |                            |
|-------------------------------|--|----------------------|-----------------|---|------------------|------------------|------------------|-----------------|--|----------------------------|
|                               |  |                      | Code            | V   | (A)              | (D)              | Date Exercisable | Expiration Date | Title                                    | Amount or Number of Shares |
| Restricted Stock Units - 2014 | (1)                                      |                      |                 |   |                  |                  | (2)              | (2)             | Common Stock, par value \$0.01 per share | 3,333                      |
| Restricted Stock Units - 2015 | (1)                                      |                      |                 |   |                  |                  | (3)              | (3)             | Common Stock, par value \$0.01 per share | 1,949                      |
| Restricted Stock Units - 2016 | (1)                                      |                      |                 |   |                  |                  | (4)              | (4)             | Common Stock, par value \$0.01 per share | 1,522                      |
| Performance Stock Units - IPO | (1)                                      |                      |                 |   |                  |                  | (5)              | (5)             | Common Stock, par value \$0.01 per share | 2,806                      |
| Restricted Stock Units - 2017 | (1)                                      |                      |                 |   |                  |                  | (6)              | (6)             | Common Stock, par value \$0.01 per share | 1,461                      |
| Restricted Stock Units - 2018 | (1)                                      | 11/30/2018           | A               |   | 1,608            |                  | (7)              | (7)             | Common Stock, par value \$0.01 per share | 1,608                      |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RYKHUS DANIEL A  
C/O GREAT WESTERN BANCORP, INC. X  
225 SOUTH MAIN AVENUE  
SIOUX FALLS, SD 57104

## Signatures

Donald J. Straka, as attorney-in-fact for Daniel A. Rykus 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) 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.
- (2) The restricted stock units vested 100% on the grant date, October 20, 2014. The restricted stock units have no expiration date.
- (3) The restricted stock units vested 100% on the grant date, December 4, 2015. The restricted stock units have no expiration date.
- (4) The restricted stock units vested 100% on the grant date, December 2, 2016. The restricted stock units have no expiration date.
- (5) The vesting of performance stock units granted in conjunction with the initial public offering in October 2014 and based on the achievement of pre-established performance objectives over a three-year performance period ended September 30, 2017. The performance stock units have no expiration date.
- (6) The restricted stock units vested 100% on the grant date, December 1, 2017. The restricted stock units have no expiration date.
- (7) The restricted stock units vested 100% on the grant date, November 30, 2018. 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. 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.