

FIRST INTERSTATE BANCSYSTEM INC  
 Form 4  
 November 01, 2013

**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 \*  
 SCOTT RANDALL I

2. Issuer Name and Ticker or Trading Symbol  
 FIRST INTERSTATE  
 BANCSYSTEM INC [FIBK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 10/30/2013

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

PO BOX 30918

(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

BILLINGS, MT 59116-0918

(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 Ownership (Instr. 4)
				(A) or (D)	Amount		
				Code	V	Amount	(D) Price
Class A Common Stock						2,643	I By Trust
Class A Common Stock						9,648	I By 401(k)

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

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SEC 1474 (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 Security (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
											Number of Shares
Class B Common Stock <sup>(1)</sup>	\$ 0	10/30/2013		J <sup>(2)</sup>		5,100		03/05/2010 <sup>(1)</sup>	12/31/2029 <sup>(1)</sup>	Class A Common Stock	5,
Class B Common Stock <sup>(1)</sup>	\$ 0							03/05/2010 <sup>(1)</sup>	12/31/2029 <sup>(1)</sup>	Class A Common Stock	1,
Class B Common Stock <sup>(1)</sup>	\$ 0							03/05/2010 <sup>(1)</sup>	12/31/2029 <sup>(1)</sup>	Class A Common Stock	82
Class B Common Stock <sup>(1)</sup>	\$ 0							03/05/2010 <sup>(1)</sup>	12/31/2029 <sup>(1)</sup>	Class A Common Stock	3,79
Class B Common Stock <sup>(1)</sup>	\$ 0							03/05/2010 <sup>(1)</sup>	12/31/2029 <sup>(1)</sup>	Class A Common Stock	85
Class B Common Stock <sup>(1)</sup>	\$ 0							03/05/2010 <sup>(1)</sup>	12/31/2029 <sup>(1)</sup>	Class A Common Stock	803
Class B Common Stock <sup>(1)</sup>	\$ 0							03/05/2010 <sup>(1)</sup>	12/31/2029 <sup>(1)</sup>	Class A Common Stock	111

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCOTT RANDALL I PO BOX 30918	X	X		

BILLINGS, MT 59116-0918

## Signatures

/s/ CAROL DONALDSON, Attorney-in-Fact for Reporting  
Person

10/30/2013

\_\_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).

On March 5, 2010, the Company recapitalized its existing common stock. The recapitalization included, among other things, a redesignation of existing common stock as Class B common stock, a four-for-one split of Class B common stock, and the creation of a

- (1) new class of common stock designated as Class A common stock, which is listed on the NASDAQ stock market under the symbol "FIBK". The Class B Common Stock is convertible at any time into Class A Common stock on a share for share basis at the discretion of the holder. The conversion feature of the Class B common stock does not expire.

Represents Mr. Scott's pro rata share of a distribution of Class B common shares to Mr. Scott and four other beneficiaries pursuant to the

- (2) trust agreement of an irrevocable trust established in 1983 by Mr. Scott and his four siblings in connection with estate planning for their father.

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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