

MFS HIGH INCOME MUNICIPAL TRUST

Form 4

August 21, 2012

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 *
BED BATH & BEYOND INC

2. Issuer Name and Ticker or Trading Symbol
MFS HIGH INCOME MUNICIPAL TRUST [CXE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
650 LIBERTY AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/16/2008

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

UNION, NJ 07083

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

(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) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (D) or Price (A) | | |
| Municipal Auction Rate Cumulative Preferred | 01/16/2008 | | J ⁽¹⁾ | 5 | D \$ 25,000 ⁽⁴⁾ | 575 | D |
| Municipal Auction Rate Cumulative Preferred | 01/23/2008 | | J ⁽²⁾ | 47 | A \$ 25,000 ⁽⁴⁾ | 622 | D |
| Municipal Auction | 02/12/2008 | | J ⁽¹⁾ | 3 | D \$ 25,000 | 619 | D |

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| | | | | | | | |
|----------------------|------------|--|-------------|----|------------|------------|-----|
| Rate | | | | | <u>(4)</u> | | |
| Cumulative Preferred | | | | | | | |
| Municipal Auction | | | | | \$ | | |
| Rate | 02/19/2008 | | <u>J(1)</u> | 1 | D | 25,000 | 618 |
| Cumulative Preferred | | | | | | <u>(4)</u> | D |
| Municipal Auction | | | | | \$ | | |
| Rate | 09/15/2008 | | <u>J(3)</u> | 58 | D | 25,000 | 560 |
| Cumulative Preferred | | | | | | <u>(3)</u> | D |
| Municipal Auction | | | | | \$ | | |
| Rate | 09/16/2008 | | <u>J(3)</u> | 74 | D | 25,000 | 486 |
| Cumulative Preferred | | | | | | <u>(3)</u> | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

BED BATH & BEYOND INC
650 LIBERTY AVENUE
UNION, NJ 07083

X

Signatures

Bed Bath & Beyond, Inc. By:/s/ Michael J. Callahan, Vice
President

08/21/2012

__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 reported municipal auction rate cumulative preferred securities were disposed at auction pursuant to the auction procedures established by the Issuer.
- (2) The reported municipal auction rate cumulative preferred securities were acquired at auction pursuant to the auction procedures established by the Issuer.
- (3) The reported municipal auction rate cumulative preferred securities were called for redemption by the Issuer at a price equal to the liquidation preference.
- (4) The price per share is the liquidation preference of the municipal auction rate cumulative preferred securities, which is equal to \$25,000 per share.

Remarks:

These Municipal Auction Rate Cumulative Preferred Securities represent the Reporting Person's combined holdings in two series.

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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