

SCOTT DAN S

Form 4

November 26, 2012

**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

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SCOTT DAN S

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)  
11/21/2012

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

P.O. BOX 30918

(Street)

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

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

BILLINGS, MT 59116

(City) (State) (Zip)

**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. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>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 Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V Amount (D) Price                                                         |                                                                                                                    |                                                                      |                                                                   |

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  
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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<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number of<br>Derivative<br>Securities Acquired | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) | 7. Title and<br>Underlying S<br>(Instr. 3 and |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|---------------------------------------------------|----------------------------------------------------------------|-----------------------------------------------|
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|---------------------------------------------------|----------------------------------------------------------------|-----------------------------------------------|

## Edgar Filing: SCOTT DAN S - Form 4

| (Instr. 3)                                | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | (A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) | Date Exercisable     | Expiration Date                                     | Title                      |
|-------------------------------------------|------------------------------------|------------------|------------|---------------------------------------------------|----------------------|-----------------------------------------------------|----------------------------|
|                                           |                                    |                  | Code       | V                                                 | (A)                  | (D)                                                 |                            |
| Class B<br>Common<br>Stock <sup>(1)</sup> | \$ 0                               | 11/21/2012       | G          |                                                   | 40,916<br><u>(2)</u> | 03/05/2010 <sup>(1)</sup> 12/31/2029 <sup>(1)</sup> | Class A<br>Common<br>Stock |
| Class B<br>Common<br>Stock <sup>(1)</sup> | \$ 0                               | 11/21/2012       | G          |                                                   | 41,000<br><u>(3)</u> | 03/05/2010 <sup>(1)</sup> 12/31/2029 <sup>(1)</sup> | Class A<br>Common<br>Stock |
| Class B<br>Common<br>Stock <sup>(1)</sup> | \$ 0                               |                  |            |                                                   |                      | 03/05/2010 <sup>(1)</sup> 12/31/2029 <sup>(1)</sup> | Class A<br>Common<br>Stock |

## Reporting Owners

| Reporting Owner Name / Address                      | Relationships |           |         |       |
|-----------------------------------------------------|---------------|-----------|---------|-------|
|                                                     | Director      | 10% Owner | Officer | Other |
| SCOTT DAN S<br>P.O. BOX 30918<br>BILLINGS, MT 59116 |               | X         |         |       |

## Signatures

/s/ TERRILL R. MOORE, Attorney-in-Fact for Reporting  
Person

11/26/2012

**\*\*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).

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 and the creation of a new class of common stock designated as Class A

- (1) 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.
- (2) Change in form of indirect beneficial ownership from indirect ownership by trust to indirect ownership by partnership.
- (3) Includes 40,916 Class B common shares previously held indirectly by trust.
- (4) Disclaims beneficial ownership except to the extent of Mr. Scott's pecuniary interest in the partnership.

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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