

MOORE TERRILL R
Form 4
May 10, 2013

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 *
MOORE TERRILL R

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)
PO BOX 30918
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/08/2013

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Exec. Vice President & CFO

BILLINGS, MT 59116-0918

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock					14,572	I	By 401(k) Plan
Class A Common Stock					1,500	I	By Spouse
Class A Common Stock					8,800	I	By IRA
Class A Common	05/08/2013		C		2,100	A	\$ 0 57,182
						D	

Stock

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

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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 Underlying Securities (Instr. 3 and 4)	8. Amount of Underlying Securities		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Stock Options	\$ 12.37	05/08/2013		M		8,000		02/04/2004	02/04/2014	Class B Common Stock	8,000
Class B Common Stock ⁽¹⁾	\$ 0	05/08/2013		M		8,000		03/05/2010 ⁽¹⁾	12/31/2029 ⁽¹⁾	Class A Common Stock	8,000
Class B Common Stock ⁽¹⁾	\$ 0	05/08/2013		F		5,900 ⁽²⁾		03/05/2010 ⁽¹⁾	12/31/2029 ⁽¹⁾	Class A Common Stock	3,000
Class B Common Stock ⁽¹⁾	\$ 0	05/08/2013		C		2,100		03/05/2010 ⁽¹⁾	12/31/2029 ⁽¹⁾	Class A Common Stock	2,100

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MOORE TERRILL R PO BOX 30918 BILLINGS, MT 59116-0918	Exec. Vice President & CFO

Signatures

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

05/10/2013

__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 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) Includes 4,891 shares for payment of option exercise price and 1,009 shares for payment of taxes, valued at \$20.23 per share.

(3) The number of derivative securities reported as beneficially owned in column 9 has been adjusted for the cancellation of 3,492 stock performance awards for which performance conditions were not met.

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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