FIRST INTERSTATE BANCSYSTEM INC Form 4 February 19, 2015 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SCOTT JAMES R Issuer Symbol FIRST INTERSTATE (Check all applicable) **BANCSYSTEM INC [FIBK]** (Last) (First) (Middle) 3. Date of Earliest Transaction _X__ Director X 10% Owner Other (specify Officer (give title (Month/Day/Year) below) below) PO BOX 7113 02/18/2015 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting BILLINGS, MT 59103 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of 3. Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial any Ownership (Month/Day/Year) (Instr. 3, 4 and 5) Owned Indirect (I) (Instr. 8) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Class A By 401(k) Common 17,764 Ι Plan Stock Class A Common 4,358 (1) Ι By Trust Stock

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.

 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. Transactic Code (Instr. 8)		6. Date Exercisab Date (Month/Day/Year	-	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock (2)	\$ 0	02/18/2015		J <u>(3)</u>	385	03/05/2010(2)	12/31/2029 <u>(2)</u>	Class A Common Stock	385
Class B Common Stock (2)	\$ 0	02/18/2015		J <u>(3)</u>	385	03/05/2010 <u>(2)</u>	12/31/2029 <u>(2)</u>	Class A Common Stock	385

Reporting Owners

Reporting Owner Name / Address	Relationships				
1	Director	10% Owner	Officer	Other	
SCOTT JAMES R PO BOX 7113 BILLINGS, MT 59103	Х	Х			

Signatures

/s/ CAROL DONALDSON, Attorney-in-Fact for Reporting Person <u>**</u>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) Includes 4,358 shares of Class A common stock previously held directly, which are now held indirectly by Trust.
- (2) The Class B Common Stock is convertible at any time into Class A Common Stock on a share for share basis at the descretion of the holder. The conversion feature of the Class B common stock does not expire.

On February 18, 2015, a charitable remainder unitrust of which reporting person is a beneficiary, distributed to each the reporting person and his spouse 385 shares of FIBK Class B common stock in satisfaction of the trust's obligation to pay \$10,040.80 to each the reporting

- (3) and his spoise sets shares of FIBK class b common stock in satisfaction of the fIBK stock held by the trust except to the extent of he and his wife's pecuniary interest therein.
- (4) Includes 2,400 shares of Class B common stock previously held directly, which are now held indirectly by Trust.

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. ONT-FAMILY: times new roman">Bruce N. Alpert

Jeffrey M. Farber

Christopher Michailoff President and Chief Operating Officer

Senior Vice President

Senior Vice President

Executive Vice President and Chief Financial Officer

Acting Secretary

GAMCO Asset Management Inc. Directors:

Douglas R. Jamieson Regina M. Pitaro William S. Selby

Officers:

Mario J. Gabelli Chief Investment Officer – Value Portfolios

Douglas R. Jamieson

Jeffrey M. Farber

Chistopher J. Michailoff President

Chief Financial Officer

General Counsel and Secretary

Gabelli Funds, LLC Officers:

Mario J. Gabelli

Chief Investment Officer – Value Portfolios Bruce N. Alpert Executive Vice President and Chief Operating Officer

Agnes Mullady Vice President and President Closed-End Fund Division

Teton Advisors, Inc. Directors:

Bruce N. Alpert

Douglas R. Jamieson

Nicholas F. Galluccio

Alfred W. Fiore

Edward T. Tokar

Howard F. Ward

Robert S. Zuccaro

Chairman

See above

Chief Executive Officer and President

1270 Avenue of the Americas 20th Floor New York, NY 10020

Beacon Trust Senior Managing Director

Explanation of Responses:

333 Main Street Madison, NJ 07940

Portfolio Manager GAMCO Investors, Inc. One Corporate Center Rye, NY 10580

Commonwealth Management Partners, LLLP 140 Greenwich Avenue Greenwich, CT 06430

Officers:

Bruce N. Alpert

Nicholas F. Galluccio

Jeffrey M. Farber See above

See above

Chief Financial Officer

Gabelli Securities, Inc.

Directors:

Robert W. Blake President of W. R. Blake & Sons, Inc. 196-20 Northern Boulevard Flushing, NY 11358

Douglas G. DeVivo General Partner of ALCE Partners, L.P. One First Street, Suite 16 Los Altos, CA 94022

Douglas R. Jamieson

President

Officers:

Explanation of Responses:

Douglas R. Jamieson	See above				
Christopher J. Michailoff	Secretary				
Jeffrey M. Farber	Chief Financial Officer				
Gabelli & Company, Inc. Directors:					
James G. Webster, III	Chairman & Interim President				
Irene Smolicz	Senior Trader Gabelli & Company, Inc.				
Officers: James G. Webster, III	See Above				
Bruce N. Alpert	Vice President - Mutual Funds				
Diane M. LaPointe	Treasurer				
Douglas R. Jamieson	Secretary				
Gabelli Foundation, Inc. Officers:					
Mario J. Gabelli	Chairman, Trustee & Chief Investment Officer				
Elisa M. Wilson	President				
MJG-IV Limited Partnership Officers:					
Mario J. Gabelli	General Partner				

SCHEDULE II INFORMATION WITH RESPECT TO TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS OR SINCE THE MOST RECENT FILING ON SCHEDULE 13D (1) SHARES PURCHASED AVERAGE DATE SOLD(-) PRICE(2)

COMMON STOCK-FERRO CORP