

FIRST INTERSTATE BANCSYSTEM INC  
 Form 4  
 December 15, 2016

**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 \*  
 Heyneman Charles M

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)  
 3238 DURLAND DRIVE  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/13/2016

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

BILLINGS, MT 59102  
 (City) (State) (Zip)

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

**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)  | Price   |  |                                   |
|                                 |                                      |  |                                | Code  | V   | Amount   |                                   |
| Class A Common Stock            |                                      |  |                                |   | 5,706   | D  |                                   |
| Class A Common Stock            |                                      |  |                                |   | 1,044   | I  | By Trust                          |
| Class A Common Stock            |                                      |  |                                |   | 3,492   | I  | Bu 401(k) Plan                    |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) |                           | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of S |
|---|--|---|---|--------------------------------------|--|--|---------------------------|--|--------------------------------|
|   |  |   |   |                                      |  | Date Exercisable   | Expiration Date           |  |                                |
| Class B<br>Common<br>Stock <sup>(1)</sup>           | \$ 0   | 12/13/2016                              |   | J <sup>(2)</sup>                     | 16,737   | 03/05/2010 <sup>(1)</sup>                                      | 12/31/2029 <sup>(1)</sup> | Class A<br>Common<br>Stock                                     | 16,                            |
| 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                                     | 6,4                            |
| 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                                     | 6,5                            |
| 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                                     | 9,0                            |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Heyneman Charles M<br>3238 DURLAND DRIVE<br>BILLINGS, MT 59102 |               |           | X       |       |

## Signatures

By: MARCY D. MUTCH, Attorney in Fact for Reporting  
Person

12/15/2016

\_\_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 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) Pro rata distribution from Towanda Investments Limited Partnership, of which reporting person is a limited partner.

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.