

FIRST INTERSTATE BANCSYSTEM INC

Form SC 13D/A

July 02, 2018

CUSIP Nos.: 32055Y 201; 32055Y 300 Page 1 of 16 Pages

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 8)*

FIRST INTERSTATE BANCSYSTEM, INC.
(Name of Issuer)

Class A Common Stock and Class B Common Stock
(Title of Class of Securities)

Class A Common Stock: 32055Y 201; Class B Common Stock: 32055Y 300
(CUSIP Number)

James R. Scott
c/o First Interstate BancSystem, Inc.
401 North 31st Street
Billings, Montana 59116
(406) 255-5390
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

February 22, 2018
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a Reporting Person's initial filing on this form with respect to *the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Names of Reporting Persons

1. Randall I. Scott
Check the Appropriate Box if a Member of a Group (See Instructions)
2. (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
5. PF
Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

Citizenship or Place of Organization

6. Montana, U.S.A.
Sole Voting Power
7. 4,326,659 (of which 4,309,795 are shares of Class B Common Stock and 16,864 are shares of Class A
Number of Common Stock)
Shares Beneficially Owned by
8. 429,180 (all of which are shares of Class B Common Stock)
Each Reporting Person
Sole Dispositive Power
9. 4,326,659 (of which 4,309,795 are shares of Class B Common Stock and 16,864 are shares of Class A
With: Common Stock)
Shared Dispositive Power

10. 429,180 (of which all are shares of Class B Common Stock)
Aggregate Amount Beneficially Owned by Each Reporting Person
11. 4,755,839 (of which 4,738,975 are shares of Class B Common Stock and 16,864 are shares of Class A Common
Stock)
Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

12. Percent of Class Represented by Amount in Row (11)
13. 12.3% Class A Common Stock; 20.9% Class B Common Stock
Type of Reporting Person (See Instructions)
14. IN

Names of Reporting Persons

1. N Bar 5, Limited Partnership
Check the Appropriate Box if a Member of a Group (See Instructions)
2. (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
5. WC
Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

Citizenship or Place of Organization

6. Delaware, U.S.A.
Sole Voting Power

7. Number of Shares Beneficially Owned by Each Reporting Person
3,795,676 (all of which are shares of Class B Common Stock)
Shared Voting Power
8. Sole Dispositive Power
9. With: 3,795,676 (all of which are shares of Class B Common Stock)
Shared Dispositive Power

10. 0
Aggregate Amount Beneficially Owned by Each Reporting Person
11. 3,795,676 (all of which are shares of Class B Common Stock)
Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
- 12.

13. Percent of Class Represented by Amount in Row (11)
10.0% Class A Common Stock; 16.8% Class B Common Stock
Type of Reporting Person (See Instructions)

14. PN

Names of Reporting Persons

1. James R. Scott
Check the Appropriate Box if a Member of a Group (See Instructions)
2. (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
5. PF
Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

Citizenship or Place of Organization

6. Montana, U.S.A.
Sole Voting Power
7. 4,542,474 (of which 4,498,880 are shares of Class B Common Stock and 43,594 are shares of Class A Common Stock)
Number of Shares Shared Voting Power
8. 401,366 (of which 364,977 are shares of Class B Common Stock and 36,389 are shares of Class A Common Stock)
Beneficially Owned by Each Reporting Person
Sole Dispositive Power
9. 2,243,632 (of which 2,200,038 are shares of Class B Common Stock and 43,594 are shares of Class A Common Stock)
With: Shared Dispositive Power
10. 2,700,208 (of which 2,663,819 are shares of Class B Common Stock and 36,389 are shares of Class A Common Stock)
Aggregate Amount Beneficially Owned by Each Reporting Person

11. 4,943,840 (of which 4,863,857 are shares of Class B Common Stock and 79,983 are shares of Class A Common Stock)
Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

12. Percent of Class Represented by Amount in Row (11)

13. 12.7% Class A Common Stock; 21.5% Class B Common Stock
Type of Reporting Person (See Instructions)

14. IN

Names of Reporting Persons

1. J.S. Investments Limited Partnership
Check the Appropriate Box if a Member of a Group (See Instructions)
2. (a) (b)

3. SEC Use Only

Source of Funds (See Instructions)

4. WC
Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
- 5.

Citizenship or Place of Organization

6. Delaware, U.S.A.
Sole Voting Power

7. Number of Shares Beneficially Owned by Each Reporting Person
2,127,036 (all of which are shares of Class B Common Stock)
Shared Voting Power
8. Sole Dispositive Power
9. With: 2,127,036 (all of which are shares of Class B Common stock)
Shared Dispositive Power

10. 0

Aggregate Amount Beneficially Owned by Each Reporting Person

11. 2,127,036 (all of which are shares of Class B Common Stock)
Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
- 12.

Percent of Class Represented by Amount in Row (11)

13. 5.9% Class A Common Stock; 9.4% Class B Common Stock
Type of Reporting Person (See Instructions)

14. PN

Names of Reporting Persons

1. John M. Heyneman, Jr.
Check the Appropriate Box if a Member of a Group (See Instructions)
2. (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
5. PF
Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

Citizenship or Place of Organization

6. Wyoming, U.S.A.
Sole Voting Power
7. 1,245,325 (of which 1,240,713 are shares of Class B Common Stock and 4,612 are shares of Class A Common Stock)
Number of
Shares Beneficially
Owned by
Each Reporting
Person
With: Shared Voting Power
8. 429,180 (all of which are shares of Class B Common Stock)
Owned by
Each Reporting
Person
With: Sole Dispositive Power
9. 1,245,325 (of which 1,240,713 are shares of Class B Common Stock and 4,612 are shares of Class A Common Stock)
Number of
Shares Beneficially
Owned by
Each Reporting
Person
With: Shared Dispositive Power

10. 429,180 (all of which are shares of Class B Common Stock)
Aggregate Amount Beneficially Owned by Each Reporting Person

11. 1,674,505 (of which 1,669,893 are shares of Class B Common Stock and 4,612 are shares of Class A Common Stock)
Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

12. Percent of Class Represented by Amount in Row (11)

13. 4.7% Class A Common Stock; 7.4% Class B Common Stock
Type of Reporting Person (See Instructions)

14. IN

Names of Reporting Persons

1. Thomas W. Scott
Check the Appropriate Box if a Member of a Group (See Instructions)
2. (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
5. PF
Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

Citizenship or Place of Organization

6. Wyoming, U.S.A.
Sole Voting Power
7. 2,274,038 (of which 2,273,538 are shares of Class B Common Stock and 500 are shares of Class A Common Stock)
Number of Shares Beneficially Owned by Each Reporting Person
With: 2,274,038 (of which 2,273,538 are shares of Class B Common Stock and 500 are shares of Class A Common Stock)
Shared Voting Power
8. 0
Sole Dispositive Power
9. 2,274,038 (of which 2,273,538 are shares of Class B Common Stock and 500 are shares of Class A Common Stock)
Shared Dispositive Power

10. 0
Aggregate Amount Beneficially Owned by Each Reporting Person

11. 2,274,038 (of which 2,273,538 are shares of Class B Common Stock and 500 are shares of Class A Common Stock)
Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

12. Percent of Class Represented by Amount in Row (11)

13. 6.3% Class A Common Stock; 10.0% Class B Common Stock
14. Type of Reporting Person (See Instructions)