MILLS STEVEN RICHARD

Form 4

January 04, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or 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

(Print or Type Responses)

1(b).

| 1. Name and Address of Reporting Person * MILLS STEVEN RICHARD | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | |
|--|----------|----------|--|---|--|--|
| | | | BLACK HILLS CORP /SD/ [BKH] | (Check all applicable) | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | |
| | | | (Month/Day/Year) | X Director 10% Owner | | |
| PO BOX 1400 | | | 01/02/2013 | Officer (give title Delow) Other (specify below) | | |
| | (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| | | | Filed(Month/Day/Year) | Applicable Line) | | |
| RAPID CITY, SD 57709 | | | | _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| (City) | (State) | (Zip) | Table I Non Derivative Securities Acc | quired Disposed of ar Reneficially Owner | | |

| (City) | (Buile) | Tab. | le I - Non-l | Derivative S | ecurit | ies Acqui | red, Disposed of, | or Beneficiall | y Owned |
|--------------------------------------|---|---|--------------|-------------------|-----------|--|---|---|---------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | any Code (Instr. 3, 4 and 5 (Month/Day/Year) (Instr. 8) | | d of (D and 5) |)) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 01/02/2013 | | Code V | Amount 89.2936 | or (D) | Price \$ 37.33 | (Instr. 3 and 4) 8,894.2802 | D | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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8. Pr Deri Secu (Inst

| 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. Transact Code (Instr. 8) | 5. ionNumber of Derivativ Securitie. Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | s I | Pate | 7. Title and A Underlying S (Instr. 3 and | Securities | 8 1 2 (|
|---|---|---|---|--------------------------------------|---|---------------------|--------------------|---|----------------------------------|------------------|
| | | | | Code V | 7 (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Phantom Stock Unit | <u>(1)</u> | | | | | (2) | (3) | Common Stock | 1,992.6448 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| 1 0 | Director | 10% Owner | Officer | Other | | | |
| MILLS STEVEN RICHARD PO BOX 1400 RAPID CITY, SD 57709 | X | | | | | | |
| | | | | | | | |

Signatures

Lorna J. Gunderman, by power of attorney 01/04/2013

**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).
- (1) 1 for 1 Conversion Ratio.
- (2) Derivative Security is exercisable upon retirement under terms of the agreement.
- (3) Derivative Security expires upon retirement under terms of the agreement.

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.

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