

MILLS DOUGLAS C
Form 4
November 02, 2009

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MILLS DOUGLAS C

(Last) (First) (Middle)

100 WEST UNIVERSITY

(Street)

CHAMPAIGN, IL 61820

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

FIRST BUSEY CORP /NV/ [BUSE]

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

10/29/2009

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	894,813	I	Linda M. Mills Trust dtd 12/18/1989, Douglas C. Mills, Trustee
Common Stock				(A) or (D)	1,565,000	I	Mills Investment LP
Common Stock				(A) or (D)	39,924	I	ESOP Plan

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Common Stock	15,812	I	Profit Sharing 401(k) Plan
Common Stock	936,300	I	Douglas C. Mills Trust dtd 12/18/1989, Douglas C. Mills, Trustee
Common Stock	41,000	I	Mills Family Foundation
Common Stock	481,737	D	

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 of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock	\$ 20.16							01/26/2009	12/15/2011	Stock Option	15,000
Common Stock	\$ 14.56							04/16/2005	12/16/2010	Stock Option	45,000
Common Stock	\$ 17.12							05/01/2009	12/15/2015	Stock Option	7,500
Common Stock	\$ 7.53							06/01/2010	06/30/2019	Stock Option	7,500
Series A Convertible Preferred	<u>(1)</u>	10/29/2009		P	5.622	<u>(1)</u>	<u>(1)</u>			Common	<u>(1)</u>

Stock

Series A

Convertible Preferred Stock	(2)	10/29/2009	P	8.063	(2)	(2)	Common	(2)
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Series A

Convertible Preferred Stock	(3)	10/29/2009	P	1.314	(3)	(3)	Common	(3)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLS DOUGLAS C 100 WEST UNIVERSITY CHAMPAIGN, IL 61820	X			

Signatures

/s/ Douglas C.

Mills

11/02/2009

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) On October 29, 2009, the identified entity purchased 5.622 shares of Series A Convertible Preferred Stock ("Preferred Stock") from the Company. The Preferred Stock is perpetual and each share has a liquidation preference of \$100,000. The Preferred Stock is mandatorily convertible into shares of common stock at a conversion price of \$4.00. The shares of Preferred Stock will convert automatically following Stockholder approval of the conversion. The Company is holding a Special Meeting of Stockholders on December 2, 2009 for that purpose. Therefore, if Stockholder approval is received at the Special Meeting, the identified entity will receive 140,552 shares of common stock upon the conversion of the Preferred Stock.

(2) On October 29, 2009, the identified entity purchased 8.063 shares of Series A Convertible Preferred Stock ("Preferred Stock") from the Company. The Preferred Stock is perpetual and each share has a liquidation preference of \$100,000. The Preferred Stock is mandatorily convertible into shares of common stock at a conversion price of \$4.00. The shares of Preferred Stock will convert automatically following Stockholder approval of the conversion. The Company is holding a Special Meeting of Stockholders on December 2, 2009 for that purpose. Therefore, if Stockholder approval is received at the Special Meeting, the identified entity will receive 201,596 shares of common stock upon the conversion of the Preferred Stock.

(3) On October 29, 2009, the identified entity purchased 1.314 shares of Series A Convertible Preferred Stock ("Preferred Stock") from the Company. The Preferred Stock is perpetual and each share has a liquidation preference of \$100,000. The Preferred Stock is mandatorily convertible into shares of common stock at a conversion price of \$4.00. The shares of Preferred Stock will convert automatically following Stockholder approval of the conversion. The Company is holding a Special Meeting of Stockholders on December 2, 2009 for that purpose. Therefore, if Stockholder approval is received at the Special Meeting, the identified entity will receive 32,852 shares of common stock upon the conversion of the Preferred Stock.

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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