BLACK HILLS CORP /SD/

Form 4

December 03, 2013

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

Form 5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

OMB APPROVAL

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January 31, 2005

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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 may continue.

30(h) of the Investment Company Act of 1940

1(b).

Security

(Instr. 3)

(Month/Day/Year)

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Vering John B			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)		BLACK HILLS 3. Date of Earliest	S CORP /SD/ [BKH] Transaction	(Check a	ll applicable)		
PO BOX 1400			(Month/Day/Year) 11/29/2013		X Director Officer (give title below)	e 10% Owner Other (specify below)		
(Street)			4. If Amendment, Date Original		6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Yo	ear)	Applicable Line) _X_ Form filed by One	1 0		
RAPID CITY, SD 57709					Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non	a-Derivative Securities Acq	quired, Disposed of, or	r Beneficially Owned		
1.Title of	2. Transaction	Date 2A. Deem	ed 3.	4. Securities Acquired	5. Amount of 6.	. 7. Nature of		

Transaction(A) or Disposed of (D)

(Instr. 3, 4 and 5)

(A)

Code V Amount (D) Price Common 12/02/2013 6.363 10,852.8235 Stock 50.55

Code

(Instr. 8)

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

Execution Date, if

(Month/Day/Year)

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.

Securities

Owned

Following

Reported

Transaction(s) (Instr. 3 and 4)

Beneficially

Ownership

Indirect (I)

(Instr. 4)

D

(D) or

Form: Direct

Indirect

Beneficial

Ownership

(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number of or 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
Phantom Stock Unit	<u>(1)</u>	11/29/2013		A	372.9859	(2)	<u>(3)</u>	Common Stock	372.9859
Phantom Stock Unit	<u>(1)</u>	12/02/2013		A	113.9409	(2)	(3)	Common Stock	113.9409

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Other		
Vering John B						
PO BOX 1400	X					
RAPID CITY, SD 57709						

Signatures

Lorna J. Gunderman, by power of attorney 12/03/2013

**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.

Reporting Owners 2