

First Internet Bancorp
Form 4
June 01, 2016

FORM 4

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

OMB APPROVAL

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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 *
BECKER DAVID B

(Last) (First) (Middle)

11201 USA PARKWAY

(Street)

FISHERS, IN 46037

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
First Internet Bancorp [INBK]

3. Date of Earliest Transaction
(Month/Day/Year)
05/27/2016

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)
Chairman, President and CEO

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)
			Code	V	Amount	(D)	Price
Common Stock	05/27/2016		P		5,000	A	25.73
							\$
							232,530 ⁽²⁾
							⁽¹⁾

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)

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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. 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BECKER DAVID B 11201 USA PARKWAY FISHERS, IN 46037	X		Chairman, President and CEO	

Signatures

/s/ Kenneth J. Lovik, Attorney-in-Fact for David B. Becker (power of attorney previously filed) 06/01/2016

**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).
Reflects the weighted average price of shares purchased by the reporting person in multiple transactions at prices ranging from \$25.48 to \$25.79 per share. The reporting person undertakes to provide to the issuer, a security holder of the issuer or the U.S. Securities and Exchange Commission staff, upon request, full information regarding the number of shares purchased at each separate price.
- (1) Includes 467 shares acquired on April 15, 2016 pursuant to the First Internet Bancorp Dividend Reinvestment and Stock Purchase Plan, 13 restricted stock units ("RSUs") acquired on April 15, 2016 pursuant to the terms of outstanding RSUs as a result of the payment of cash dividends paid on our common stock and 40 shares acquired on April 29, 2016 pursuant to the First Internet Bancorp Employee Stock Purchase Plan.
- (2) Includes 467 shares acquired on April 15, 2016 pursuant to the First Internet Bancorp Dividend Reinvestment and Stock Purchase Plan, 13 restricted stock units ("RSUs") acquired on April 15, 2016 pursuant to the terms of outstanding RSUs as a result of the payment of cash dividends paid on our common stock and 40 shares acquired on April 29, 2016 pursuant to the First Internet Bancorp Employee Stock Purchase Plan.

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.