SEC Form 4	
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

1. Name and Address of Reporting Person*				r Name <b>and</b> Ticker and States Ba			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Miller Dwigh	<u>t A</u>			<u>ind States Bu</u>	<u>11001p, 111</u>		X	Director	10% 0	Dwner		
(Last) 1201 NETWOR	(First) K CENTRE DR.	(Middle)	3. Date 12/30/2	of Earliest Transac 2022	tion (Month/Da	ay/Year)		Officer (give title below)	Other below	(specify )		
			4. If Am	endment, Date of C	Driginal Filed (	Month/Day/Year)	6. Indiv Line)	idual or Joint/Group	Filing (Check A	pplicable		
(Street) EFFINGHAM	IL	62401					X	Form filed by One Form filed by Mor Person				
(City)	(State)	(Zip)										
		Table I - Nor	-Derivative S	ecurities Acqu	uired, Disp	osed of, or Benefi	cially C	Dwned				
1. Title of Security	(Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Dav/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)	and	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		

	(wonth/Day/rear)	0)					Reported	(1) (1150. 4)	(Instr. 4)
		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.14)
Common Stock							71,095	D	

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

			(6.9.	puts	, can	o, marri	unta	s, options,	converti		indes)				
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. Transa Code ( 8)		5. Numb Derivativ Securitie Acquired or Dispo of (D) (In 3, 4 and	re es d (A) sed str.	6. Date Exerc Expiration Da (Month/Day/h	ate of Securities		n Date of Securities Derivative derivati ay/Year) Underlying Security (Instr. 5) Benefic (Instr. 3 and 4) (Instr. 5) Benefic Owned Followi Report		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Common Share Equivalents	(1)	12/30/2022		Α		336.195		(1)	(1)	Common Stock	336.195	\$28.1 <sup>(2)</sup>	27,405.1043	D	
Common Share Equivalents	(1)	12/30/2022		Α		356.875		(1)	(1)	Common Stock	356.875	\$26.62 <sup>(3)</sup>	27,761.9793	D	
Restricted Stock Unit	(1)							(1)	(1)	Common Stock	5,498		5,498	D	

## Explanation of Responses:

1. Each common stock equivalent is the economic equivalent of one share of common stock.

2. Represents common share equivalents acquired by the reporting person in the DDCP pursuant to the reinvestment of dividends received during the quarter on common share equivalents held in the DDCP by the reporting person at the time such dividend was paid on the underlying shares, based upon closing price of the underlying shares on the last day of the quarter. Common share equivalents received for dividend reinvestments fully vested on the transaction date listed above and become payable upon termination of service as a director.

3. Represents common share equivalents acquired by the reporting person under the Issuers Directors Deferred Compensation Plan (DDCP) with respect to director fees deferred by the reporting person during the quarter, based upon the closing price of the underlying shares on the last day of the quarter. Each common share equivalent is the economic equivalent of one share of common stock. Common share equivalents received for deferred director fees fully vested on the transaction date listed above and become payable upon termination of service as a director.

**Remarks:** 

/s/ Miller Dwight A	01/04/2023
/s/ Douglas J. Tucker, attorney- in-fact	<u>01/04/2023</u>
** Signature of Reporting Person	Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

## POWER OF ATTORNEY - SECTION 16 FILINGS

Know all by these presents, that the undersigned hereby constitutes and appoints Douglas J. Tucker as the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute for and on behalf of the undersigned, and submit to the United States Securities and Exchange Commission (the "Commission") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the Commission of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as a reporting person of Midland States Bancorp, Inc. (the "Company") pursuant to Section 16 of the Exchange Act and the rules thereunder, Forms 3, 4 and 5 in accordance with Section 16(a) of the Exchange Act and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto and file such fonn with the Commission and the applicable stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of any of such attorneys-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by any of such attorneys in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as any of such attorneys-in-fact may approve in his or her discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to act separately and to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that any of such attorneys-in-fact, or the substitute or substitutes of any of such attorneys-in-fact, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as  $% \left( {{{\left[ {{{\rm{T}}_{\rm{T}}} \right]}}} \right)$ 

of this 2nd day of February, 2016

/s/Dwight Miller Signature

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