

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Funderburg R. Robert Jr</u> (Last) (First) (Middle) <u>1201 NETWORK CENTRE DRIVE</u> (Street) <u>EFFINGHAM IL 62401</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>05/08/2018</u>	3. Issuer Name and Ticker or Trading Symbol <u>Midland States Bancorp, Inc. [MSBI]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>05/08/2018</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	690,037 ⁽¹⁾	D	
Common Stock	506,213 ⁽²⁾	I	Irrevocable Trust(s)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

- The shares of Common Stock of the Issuer reported by the Reporting Person represent shares held through revocable trusts or directly by or for the benefit of the Reporting Person or members of his household. The Reporting Person may be deemed to be the beneficial owner of certain of such shares of Common Stock of the Issuer held directly by or in trust for the benefit of such members of his household but the Reporting Person does not have any voting or dispositive powers with respect to these shares and disclaims any beneficial ownership thereof and this report shall not be deemed an admission that the Reporting Person is the beneficial owner thereof for the purposes of Section 16 or otherwise. The Reporting Person's original Form 3 filed on May 8, 2018 is being amended by this Form 3 amendment to correct the amount of securities beneficially owned, which were incorrectly under-reported on the original Form 3. This amendment makes no other changes to the original Form 3.
- The shares of Common Stock of the Issuer reported by the Reporting Person represent shares held through various irrevocable trusts for which Alpine Bank & Trust Co. acts as trustee and of which the Reporting Person is a beneficiary and may be deemed to be the beneficial owner of the shares of Common Stock of the Issuer held therein. The Reporting Person disclaims beneficial ownership thereof except to the extent of his pecuniary interest therein for the purposes of Section 16 or otherwise. Alpine Bank & Trust Co. serves solely as trustee of such trusts and has no pecuniary interest as to the shares of Common Stock of the Issuer held therein. The Reporting Person's original Form 3 filed on May 8, 2018 is being amended by this Form 3 amendment to correct the amount of securities beneficially owned, which were incorrectly under-reported on the original Form 3. This amendment makes no other changes to the original Form 3.

/s/ R. Robert Funderburg, Jr. 05/14/2018

** 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 5 (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.