FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	VAL
OMB Number:	3235-0287
Estimated average burd	en
hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* DOWNEY DAVID J							2. Issuer Name and Ticker or Trading Symbol FIRST BUSEY CORP /NV/ [BUSE]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) (First) (Middle) 100 WEST UNIVERSITY						3. Date of Earliest Transaction (Month/Day/Year) 06/19/2012											er (give title w)	Other (specify below)		(specify		
						4. If Amendment, Date of Original Filed (Month/Day/Year)											6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) CHAMP	AIGN IL		61820												X	Forn	n filed by On n filed by Mo					
(City)	(S	tate)	(Zip)													Pers	son					
		Tab	le I - Noi	n-Deriv	/ative	e Se	curiti	es Ac	quired,	Dis	posed c	of, or	Bene	efici	ally (Owne	ed					
1. Title of		2. Transaction Date (Month/Day/Year		Execution Date,		Code (Transaction Di		. Securities Acquired (A) obsposed Of (D) (Instr. 3, 4)			l and Secur Benef Owner		cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership					
									Code	v	Amount		(A) or (D)	Price	、 l		ted action(s) 3 and 4)			(Instr. 4)		
Common	Stock			06/19	9/2012	2			A		2,200	(1)	A	\$	0	56	53,228	D				
Common											200,		00,000	I		Roth IRA/Park Randolph & Co.						
		Ta	able II - I													vned						
			(e.g., p	uts, c	calls	s, war	rants	, option	s, c	onvertik	ne s	ecurit	ies)								
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	ed Date,	4. Transa Code (8)	action	5. Nu n of Deriv Secu Acqu (A) o Disp of (D	umber vative urities uired or osed) r. 3, 4	6. Date Ex Expiration (Month/Da	ercisa Date	ble and	7. Titl Amou Secu Unde Deriv	e and unt of rities rlying ative rity (Ins		8. Pri		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct (or Indii (I) (Inst	D) ect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deeme Execution if any	ed Date, ny/Year)	4. Transa Code (action	5. Nu n of Deriv Secu Acqu (A) o Disp of (D	umber vative urities uired or osed) r. 3, 4	6. Date Ex	ercisa Date y/Yea	ble and	7. Titl Amou Secu Unde Deriv Secu	le and unt of rities rlying ative rity (Ins i)	tr. 3 ount nber	8. Pri Deriv Secu	ative rity	derivative Securities Beneficially Owned Following Reported Transaction	Owners Form: Direct (or Indir (I) (Inst	D) ect	of Indirect Beneficial Ownership		
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deeme Execution if any	ed Date, ny/Year)	4. Transa Code (8)	actior (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	umber vative urities uired or osed) r. 3, 4 5)	6. Date Ex Expiration (Month/Da	ercisa Date Dy/Yea	nble and r) xpiration	7. Titl Amou Secu Unde Deriv Secu and 4	e and unt of rities rlying ative rity (Ins.)	tr. 3 ount nber	8. Pri Deriv Secu	ative rity	derivative Securities Beneficially Owned Following Reported Transaction	Owners Form: Direct (or Indir (I) (Inst	D) ect	of Indirect Beneficial Ownership		
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date	3A. Deeme Execution if any	ed Date, ny/Year)	4. Transa Code (8)	actior (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	umber vative urities uired or osed) r. 3, 4 5)	6. Date Ex Expiration (Month/Da	ercisa Date hy/Yea	xpiration	7. Titl Amou Secu Unde Deriv Secu and 4	Am or Nur of Sha	ount	8. Pri Deriv Secu	ative rity	derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct or Indii (I) (Inst	D) ect	of Indirect Beneficial Ownership		
Common Stock	Conversion or Exercise Price of Derivative Security	Date	3A. Deeme Execution if any	ed Date, ny/Year)	4. Transa Code (8)	actior (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	umber vative urities uired or osed) r. 3, 4 5)	6. Date Ex Expiration (Month/Da	ercisa pate pate pate pate pate pate pate pat	xpiration ate	7. Titl Amou Secu Unde Deriv Secu and 4	Am or Nur of Sha	oount nber ures	8. Pri Deriv Secu	ative rity	derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct or India (I) (Inst	D) ect	of Indirect Beneficial Ownership		
Common Stock Common	Conversion or Exercise Price of Derivative Security	Date	3A. Deeme Execution if any	ed Date, ny/Year)	4. Transa Code (8)	actior (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	umber vative urities uired or osed) r. 3, 4 5)	Date Exercisab	ercisa Date Date Date Date Date Date Date Dat	xpiration ate 2/17/2014	7. Title Stocl Option Stocl Stocl Stocl Stocl Stocl	Am 7, k 7,	ount nber ures 750	8. Pri Deriv Secu	ative rity	derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) 7,750	Owners Form: Direct or India (I) (Inst	D) ect	of Indirect Beneficial Ownership		
Common Stock Common Stock Common Stock Common Stock Common Stock	conversion or Exercise Price of Derivative Security \$16 \$19.74	Date	3A. Deeme Execution if any	ed Date, ny/Year)	4. Transa Code (8)	actior (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	umber vative urities uired or osed) r. 3, 4 5)	Date Expiration (Month/Da	E	xpiration ate 2/17/2014 2/15/2015	7. Title Amou Secu Unde Deriv Secu and 4 Title Stock Option Stock Option Stock Option Stock Option Stock Option	Am or Nur of Sha km 7, k	ount nber res 750 750	8. Pri Deriv Secu	ative rity	derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) 7,750 7,750	Owners Form: Direct or India (I) (Inst	D) ect	of Indirect Beneficial Ownership		
Common Stock	s16 \$19.74 \$19.09	Date	3A. Deeme Execution if any	ed Date, ny/Year)	4. Transa Code (8)	actior (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	umber vative urities uired or osed) r. 3, 4 5)	Date Expiration (Month/Date Expiration (Month/Date Exercisab 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200	Ele	xpiration ate 2/17/2014 2/15/2015 2/21/2016	7. Title Amou Secuu Undee Deriv Secuu and 4 Title Stock Option	Am or Nur of Sha	ount nber 750 750 750	8. Pri Deriv Secu	ative rity	derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) 7,750 7,750 7,750 7,750	Owners Form: Direct or India (I) (Inst	D) ect	of Indirect Beneficial Ownership		
Common Stock	s16 s19.74 s19.09 s19.41 s19.35	Date	3A. Deeme Execution if any	ed Date, ny/Year)	4. Transa Code (8)	actior (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	umber vative urities uired or osed) r. 3, 4 5)	Date Expiration (Month/Date Expiration (Month/Date Exercisab 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200 08/01/200	End	xpiration ate 3/18/2013 2/17/2014 2/21/2016 7/17/2017	Title Stocl Optio Stocl Optio Stocl Optio Stocl Optio Stocl Optio Stocl	Am or Nur of Sha k 7, k 7, k 1, k 1, k 1, k 1, k 1, k 1,	ount nber ures 750 750 750 750	8. Pri Deriv Secu	ative rity	derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) 7,750 7,750 7,750 4,650	Owners Form: Direct or India (I) (Inst	D) ect	of Indirect Beneficial Ownership		

Explanation of Responses:

1. Represents a grant by the Board of Directors of Restricted Stock Units which vest after one year.

Remarks:

/s/ David J. Downey

** Signature of Reporting Person

06/21/2012

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

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.

^{*} 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).