

FIRST MID ILLINOIS BANCSHARES INC
 Form 4
 August 05, 2014

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 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 *
LUMPKIN RICHARD ANTHONY

2. Issuer Name and Ticker or Trading Symbol
FIRST MID ILLINOIS BANCSHARES INC [FMBH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 121 SOUTH 17TH STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/04/2014

____ Director
 ____ Officer (give title below) Other (specify below)
 8/4/14 ceased as 10% owner

MATTOON, IL 61938

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/04/2014		J ⁽¹⁾	316,947 D	\$ 0 0	I	By 1970 Trust Fbo Richard A. Lumpkin ⁽¹⁾
Common Stock	08/04/2014		J ⁽¹⁾	604 D	\$ 0 0	I	By 1976 Trust Fbo Richard A. Lumpkin ⁽¹⁾
Common Stock	08/04/2014		J ⁽¹⁾	12,552 D	\$ 0 0	I	By 1970 Trust Fbo

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Common Stock	08/04/2014	J ⁽¹⁾	605	D	\$ 0	0	I	Mary Lee Sparks ⁽¹⁾ By 1976 Trust Fbo Mary Lee Sparks ⁽¹⁾
Common Stock	08/04/2014	J ⁽¹⁾	24,888	D	\$ 0	0	I	By 1970 Trust Fbo Margaret L. Keon ⁽¹⁾
Common Stock	08/04/2014	J ⁽¹⁾	604	D	\$ 0	0	I	By 1976 Trust Fbo Margaret L. Keon ⁽¹⁾
Common Stock	08/04/2014	J ⁽¹⁾	5,874	D	\$ 0	0	I	By 2001 Irr Trust Fbo John W. Sparks ⁽¹⁾
Common Stock						46,159.493	D	
Common Stock						3,624	I	By Living Trust Fbo John W. Sparks ⁽²⁾

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)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares

Series B 9% Non-cumulative Perpetual Convertible Preferred	(3)	08/04/2014	J ⁽¹⁾	100	(3)	(3)	Common Stock	23,126.
Series B 9% Non-cumulative Perpetual Convertible Preferred	(3)	08/04/2014	J ⁽¹⁾	80	(3)	(3)	Common Stock	18,501.3
Series C 8% Non-cumulative Perpetual Convertible Preferred	(4)	08/04/2014	J ⁽¹⁾	80	(4)	(4)	Common Stock	19,714.1
Series C 8% Non-cumulative Perpetual Convertible Preferred	(4)	08/04/2014	J ⁽¹⁾	50	(4)	(4)	Common Stock	12,321.3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LUMPKIN RICHARD ANTHONY 121 SOUTH 17TH STREET MATTOON, IL 61938				8/4/14 ceased as 10% owner

Signatures

/s/ Michael L. Taylor, attorney-in-fact for Mr. Lumpkin	08/05/2014
**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) On August 4, 2014 Mr. Lumpkin ceased being the trustee of these trusts.
- (2) Mr. Lumpkin is trustee of this trust.

Each share of the Series B Convertible Preferred Stock (i) is convertible at any time into 231.267 shares of common stock and cash in lieu of any fractional share of common stock, subject to certain adjustments, (ii) is convertible at First Mid-Illinois Bancshares' option under certain circumstances, and (iii) has no expiration date.

- (4) Each share of Series C Convertible Preferred Stock (i) is convertible at any time into 246.427 shares of common stock and cash in lieu of any fractional share of common stock, subject to certain adjustments, (ii) is convertible at First Mid-Illinois Bancshares' option under certain circumstances, (iii) has no expiration date.

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

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