

FIRST MID ILLINOIS BANCSHARES INC  
 Form 4  
 March 01, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden 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).

**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 \*  
**ROWLAND WILLIAM S**

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**# 1 PRAIRIE SUN LANE**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**02/28/2005**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Pres & Chief Executive Officer**

**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)
			Code	V	Amount	(A) or (D)	Price
Common Stock					5,428.447	I	By 401K
Common Stock					16,425.685	I	By IRA
Common Stock	01/07/2005		J <sup>(10)</sup>	V	3.696	A	\$ 41 635.18
Common Stock	01/07/2005		J <sup>(10)</sup>	V	23.497	A	\$ 41 4,037.578
Common Stock	02/28/2005		P		0.032	A	\$ 40.55 4,037.61
						I	By Deferred

Comp

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

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SEC 1474  
(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)	8. Amount or Number of Shares
Stock Option	\$ 10.45					10/21/1998 <sup>(1)</sup> 10/21/2007	Common Stock	9,000
Stock Option	\$ 14.99					10/01/1999 <sup>(2)</sup> 01/12/2008	Common Stock	4,500
Stock Option	\$ 15.56					01/01/2000 <sup>(3)</sup> 12/22/2008	Common Stock	4,500
Stock Option	\$ 15.33					01/01/2001 <sup>(4)</sup> 12/13/2009	Common Stock	12,375
Stock Option	\$ 12.56					01/01/2002 <sup>(5)</sup> 12/18/2010	Common Stock	5,625
Stock Option	\$ 16					01/01/2003 <sup>(6)</sup> 12/18/2011	Common Stock	13,500
Stock Option	\$ 18.17					01/01/2004 <sup>(7)</sup> 12/16/2012	Common Stock	12,000
Stock Option	\$ 31					01/01/2005 <sup>(8)</sup> 12/16/2013	Common Stock	12,000
Stock Option	\$ 41					01/01/2006 <sup>(9)</sup> 12/14/2014	Common Stock	12,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROWLAND WILLIAM S # 1 PRAIRIE SUN LANE MATTOON, IL 61938			Pres & Chief Executive Officer	

## Signatures

Michael L. Taylor, pursuant to a Power of Attorney filed on 12/19/2002. 03/01/2005

\_\_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) Options become exercisable in 4 equal annual installments beginning on 10/21/1998.
- (2) Options become exercisable in 4 equal annual installments beginning on 01/01/1999.
- (3) Options become exercisable in 4 equal annual installments beginning on 01/01/2000.
- (4) Options become exercisable in 4 equal annual installments beginning on 01/01/2001.
- (5) Options become exercisable in 4 equal annual installments beginning on 01/01/2002.
- (6) Options become exercisable in 4 equal annual installments beginning on 01/01/2003.
- (7) Options become exercisable in 4 equal annual installments beginning on 01/01/2004.
- (8) Options become exercisable in 4 equal annual installments beginning on 01/01/2005.
- (9) Options become exercisable in 4 equal annual installments beginning on 01/01/2006.
- (10) Shares acquired through the Company's dividend reinvestment plan with dividends paid on shares of common stock held.

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.