

FIRST MID ILLINOIS BANCSHARES INC  
 Form 5  
 January 12, 2005

**FORM 5**

**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).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**GILLILAND STANLEY E**

(Last) (First) (Middle)

**27 S. COUNTRY CLUB ROAD**

(Street)

**MATTOON, IL 61938**

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2004**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Vice President

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------------|--|--|---|
|                                 |                                      |  |                                | Amount  | (A) or (D) Price |  |  |   |
| Common Stock                    | Â                                    | Â  | Â                              | Â   | Â                | 9,948.459  | D  | Â   |
| Common Stock                    | 01/30/2004                           | Â  | J <sup>(10)</sup>              | 62.594  | A \$ 46.55       | 7,338.978  | I  | By 401K   |
| Common Stock                    | 03/09/2004                           | Â  | P                              | 102.008   | A \$ 47.07       | 7,440.986  | I  | By 401K   |
| Common Stock                    | 05/20/2004                           | Â  | P                              | 20.22   | A \$ 48.38       | 7,461.206  | I  | By 401K   |
|                                 | 06/25/2004                           | Â  | J <sup>(10)</sup>              | 48.976  | A                | 7,510.182  | I  | By 401K   |

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|              |            |   |   |        |   |          |                    |   |                        |
|--------------|------------|---|---|--------|---|----------|--------------------|---|------------------------|
| Common Stock |            |   |   |        |   | \$ 48.75 |                    |   |                        |
| Common Stock | 08/23/2004 | Â | P | 32.699 | A | \$ 32.99 | 11,297.971<br>(11) | I | By 401K                |
| Common Stock | 11/19/2004 | Â | P | 22.656 | A | \$ 36.96 | 11,320.627         | I | By 401K                |
| Common Stock | Â          | Â | Â | Â      | Â | Â        | 3,392.208          | I | By IRA                 |
| Common Stock | Â          | Â | Â | Â      | Â | Â        | 2,205.111          | I | By<br>Deferred<br>Comp |

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

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**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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Stock Options                              | \$ 10.45   | Â                                    | Â  | Â                              | Â   | 10/21/2000 <sup>(1)</sup> 10/21/2007                     | Common Stock 2,250  |
| Stock Options                              | \$ 14.99   | Â                                    | Â  | Â                              | Â   | 01/01/1999 <sup>(2)</sup> 01/12/2008                     | Common Stock 2,250  |
| Stock Options                              | \$ 15.56   | Â                                    | Â  | Â                              | Â   | 01/01/2000 <sup>(3)</sup> 12/22/2008                     | Common Stock 2,250  |
| Stock Options                              | \$ 15.33   | Â                                    | Â  | Â                              | Â   | 01/01/2001 <sup>(4)</sup> 12/13/2009                     | Common Stock 2,250  |
| Stock Options                              | \$ 12.56   | Â                                    | Â  | Â                              | Â   | 01/01/2002 <sup>(5)</sup> 12/18/2010                     | Common Stock 3,375  |
| Stock Options                              | \$ 16  | Â                                    | Â  | Â                              | Â   | 01/01/2003 <sup>(6)</sup> 12/18/2011                     | Common Stock 3,375  |
|  | \$ 18.17   | Â                                    | Â  | Â                              | Â   | 01/01/2004 <sup>(7)</sup> 12/16/2012                     | 3,375   |

|               |       |   |   |   |   |   |                           |            |              |       |
|---------------|-------|---|---|---|---|---|---------------------------|------------|--------------|-------|
| Stock Options |       |   |   |   |   |   |                           |            | Common Stock |       |
| Stock Options | \$ 31 | ^ | ^ | ^ | ^ | ^ | 01/01/2005 <sup>(8)</sup> | 12/16/2013 | Common Stock | 3,375 |
| Stock Options | \$ 41 | ^ | ^ | ^ | ^ | ^ | 01/01/2006 <sup>(9)</sup> | 12/14/2014 | Common Stock | 3,375 |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| GILLILAND STANLEY E<br>27 S. COUNTRY CLUB ROAD<br>MATTOON, IL 61938 | ^             | ^         | ^ Vice President | ^     |

## Signatures

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

\_\_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 2 equal annual installments beginning on 10/21/2000.
- (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.
- (11) Shares balance has been adjusted to reflect a 3 for 2 stock split that occurred on July 16, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.