

FIRST MID ILLINOIS BANCSHARES INC

Form 4

November 15, 2004

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 *
MARVIN DANIEL E JR

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)

3. Date of Earliest Transaction (Month/Day/Year)
11/12/2004

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

20 GREENBRIAR

(Street)

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

MATTOON, IL 61938

(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 Ownership (Instr. 4)
				(A) or (D)			
			Code	V Amount	Price		
Common Stock	11/12/2004		M	4,500	\$ 10.45	D	
Common Stock					19,750	I	By Wife
Common Stock					23,950.386	I	By IRA
Common Stock					2,293.986	I	Cust for minor grandchildren
Common Stock					6,856.996	I	By Deferred Comp

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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)	Amount or Number of Shares
Stock Options	\$ 10.45	11/12/2004		M	4,500	10/21/2000 10/21/2007	Common Stock	0
Stock Options	\$ 14.99					01/01/1999 ⁽¹⁾ 01/12/2008	Common Stock	5,625
Stock Options	\$ 15.55					01/01/2000 ⁽²⁾ 12/22/2008	Common Stock	5,625
Stock Options	\$ 15.33					12/13/1999 12/13/2009	Common Stock	1,125
Stock Options	\$ 12.55					12/18/2000 12/18/2010	Common Stock	1,125
Stock Options	\$ 16					12/18/2001 12/18/2011	Common Stock	1,500
Stock Options	\$ 18.17					12/16/2002 12/16/2012	Common Stock	1,500
Stock Option	\$ 31					12/16/2003 12/16/2013	Common Stock	2,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARVIN DANIEL E JR 20 GREENBRIAR MATTOON, IL 61938		X		

Signatures

Michael L. Taylor, pursuant to a power of attorney filed
11/01/2002

11/15/2004

__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 1/1/1999.
 - (2) Options become exercisable in 4 equal annual installments beginning on 1/1/2000.

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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