

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 \*  
 HEDGES JOHN W

(Last) (First) (Middle)  
 4 PINEHURST DRIVE  
 (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)  
 Pres First Mid-Illinois Bank

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	Â	375	D	Â
Common Stock	01/30/2004	Â	J <sup>(7)</sup>	4.946	A	\$ 46.55	579.929	I	By 401K
Common Stock	03/09/2004	Â	P	0.037	A	\$ 45.67	579.966	I	By 401K
Common Stock	05/20/2004	Â	P	0.001	A	\$ 30	579.967	I	By 401K

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Common Stock	06/25/2004	Â	J <sup>(7)</sup>	3.807	A	\$ 48.75	583.774	I	By 401K
Common Stock	08/23/2004	Â	P	0.001	A	\$ 30	875.661 <sup>(8)</sup>	I	By 401K
Common Stock	Â	Â	Â	Â	Â	Â	2,029.181	I	By Deferred Comp

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)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						(A)	(D)		
Stock Option	\$ 15.33	Â	Â	Â	Â	01/01/2001 <sup>(1)</sup>	12/13/2009	Common Stock	4,500
Stock Option	\$ 12.56	Â	Â	Â	Â	01/01/2002 <sup>(2)</sup>	12/18/2010	Common Stock	3,375
Stock Option	\$ 16	Â	Â	Â	Â	01/01/2003 <sup>(3)</sup>	12/18/2011	Common Stock	3,375
Stock Option	\$ 18.17	Â	Â	Â	Â	01/01/2004 <sup>(4)</sup>	12/16/2012	Common Stock	4,875
Stock Option	\$ 31	Â	Â	Â	Â	01/01/2005 <sup>(5)</sup>	12/16/2013	Common Stock	4,875
Stock Option	\$ 41	Â	Â	Â	Â	01/01/2006 <sup>(6)</sup>	12/14/2014	Common Stock	4,875

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director      10% Owner      Officer      Other

HEDGES JOHN W  
4 PINEHURST DRIVE  
MATTOON, IL 61938

Â Â

Â Pres First  
Mid-Illinois Â  
Bank

## Signatures

Michael L. Taylor, pursuant to a Power of Attorney filed on  
11/01/2002.

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 4 equal annual installments beginning on 1/1/2001.
- (2) Options become exercisable in 4 equal annual installments beginning on 1/1/2002.
- (3) Options become exercisable in 4 equal annual installments beginning on 1/1/2003.
- (4) Options become exercisable in 4 equal annual installments beginning on 1/1/2004.
- (5) Options become exercisable in 4 equal annual installments beginning on 1/1/2005.
- (6) Options become exercisable in 4 equal annual installments beginning on 1/1/2006.
- (7) Shares acquired through the Company's dividend reinvestment plan with dividends paid on shares of common stock held.
- (8) Share balance has been adjusted to reflect a 3 for 2 stock split that occurred on July 16, 2004.

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