

FIRST MID ILLINOIS BANCSHARES INC
 Form 4
 December 29, 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 *
GRISSOM STEVEN L

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)
 12/28/2004

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

C/O CONSOLIDATED COMMUNICATIONS INC, 121 S 17TH ST

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 12/28/2004 | | S | 0.415 D \$ 38.25 | 26,137 | D | |
| Common Stock | 12/28/2004 | | S | 0.616 D \$ 38.25 | 127,983 | I | By Trust (2) |
| Common Stock | 12/28/2004 | | S | 0.616 D \$ 38.25 | 127,983 | I | By Trust (1) |

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

Persons who respond to the collection of information contained in this form are not

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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. Price or Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| 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 |
| Stock Option | \$ 41 | | | | | 12/14/2004 12/14/2014 | Common Stock | 2,250 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GRISSOM STEVEN L
C/O CONSOLIDATED COMMUNICATIONS INC
121 S 17TH ST
MATTOON, IL 61938

X

Signatures

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

12/29/2004

**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).

BY MR. GRISSOM AS CO-TRUSTEE OF THE RICHARD ANTHONY LUMPKIN 1990 PERSONAL INCOME TRUST FOR THE
(1) BENEFIT OF BENJAMIN IVERSON LUMPKIN DATED 4/20/90. MR. GRISSOM DISCLAIMS BENEFICIAL OWNERSHIP OF THESE SHARES.

BY MR. GRISSOM AS CO-TRUSTEE OF THE RICHARD ANTHONY LUMPKIN 1990 PERSONAL INCOME TRUST FOR THE
(2) BENEFIT OF ELIZABETH ARABELLA LUMPKIN CELIO DATED 4/20/90. MR. GRISSOM DISCLAIMS BENEFICIAL OWNERSHIP OF THESE SHARES.

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.