FIRST MID ILLINOIS BANCSHARES INC
Form 4
December 29, 2005

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
ALLENBAUGH LAUREL G

(Last) (First) (Middle)

3015 WESTERN AVE

(Street)

MATTOON, IL 61938

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
12/29/2005

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 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	02/28/2005		P	V	8.721	A	$ 40.99	918.632	I	By 401K
Common Stock	03/11/2005		P	V	0.226	A	$ 40.26	918.858	I	By 401K
Common Stock	04/27/2005		P	V	0.095	A	$ 40.1	918.953	I	By 401K
Common Stock	05/18/2005		P	V	4.352	A	$ 40.22	923.305	I	By 401K
Common Stock	05/31/2005		P	V	0.044	A	$ 40.45	923.349	I	By 401K

Common Stock	06/14/2005		P	V	0.974	A	$ 40.78	924.323	I	By 401K
Common Stock	06/14/2005		P	V	0.108	A	$ 40.74	924.431	I	By 401K
Common Stock	06/21/2005		J(6)	V	5.439	A	$ 40.75	929.87	I	By 401K
Common Stock	07/07/2005		P	V	0.436	A	$ 40.55	930.306	I	By 401K
Common Stock	08/16/2005		P	V	3.381	A	$ 40.26	933.687	I	By 401K
Common Stock	09/22/2005		P	V	1.338	A	$ 41.73	935.025	I	By 401K
Common Stock	09/23/2005		P	V	0.044	A	$ 41.59	935.069	I	By 401K
Common Stock	11/18/2005		P	V	1.985	A	$ 40.51	937.054	I	By 401K
Common Stock	11/22/2005		P	V	2.341	A	$ 40.25	939.395	I	By 401K
Common Stock	12/21/2005		P	V	1.657	A	$ 41.05	941.052	I	By 401K

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. D Sec (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	$ 12.56							01/01/2004(1)	12/18/2010	Common Stock	1,125	

Stock Option	$ 16	01/01/2003(2)	12/18/2011	Common Stock	1,688	
Stock Option	$ 18.17	01/01/2004(3)	12/16/2012	Common Stock	2,250	
Stock Option	$ 31	01/01/2005(4)	12/16/2013	Common Stock	2,250	
Stock Option	$ 41	01/01/2006(5)	12/14/2014	Common Stock	2,250	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ALLENBAUGH LAUREL G 3015 WESTERN AVE MATTOON, IL 61938			Vice President	

Signatures

Michael L. Taylor, pursuant to a Power of Attorney filed on 12-19-2002.	12/29/2005
**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 01/01/2004.

(2) Options are exercisable as follows: .5 on 1/1/03; 562.5 on 1/1/04; 562.5 on 1/1/05; and 562.5 on 1/1/06.

(3) Options become exercisable in 4 equal annual installments beginning on 01/01/2004.

(4) Options become exercisable in 4 equal annual installments beginning on 01/01/2005.

(5) Options become exercisable in 4 equal annual installments beginning on 01/01/2006.

(6) Shares acquired through the Company's dividend reinvestment plan with dividends being 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.
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