

DIEPHOLZ KENNETH R  
 Form 4  
 December 10, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 DIEPHOLZ KENNETH R

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)  
 1421 CROSS CREEK  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/10/2007

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

MATTOON, IL 61938

(City) (State) (Zip)

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

**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)
Common Stock				(A) or (D)	22,842 <sup>(1)</sup>	I	By IRA

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

SEC 1474  
 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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. Pr Deri Secu (Inst
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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 10.37							12/15/1998	12/15/2008	Common Stock	1,687.5 <u>(1)</u>
Stock Option	\$ 10.22							12/13/1999	12/13/2009	Common Stock	1,687.5 <u>(1)</u>
Stock Option	\$ 8.37							12/18/2000	12/18/2010	Common Stock	1,687.5 <u>(1)</u>
Stock Option	\$ 10.67							12/18/2001	12/18/2011	Common Stock	2,250 <u>(1)</u>
Stock Option	\$ 12.11							12/16/2002	12/16/2012	Common Stock	2,250 <u>(1)</u>
Stock Option	\$ 20.67							12/16/2003	12/16/2013	Common Stock	3,375 <u>(1)</u>
Stock Option	\$ 27.33							12/14/2004	12/14/2014	Common Stock	3,375 <u>(1)</u>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DIEPHOLZ KENNETH R 1421 CROSS CREEK MATTOON, IL 61938		X		

## Signatures

Michael L. Taylor, pursuant to a power of attorney filed 11/01/2002. 12/10/2007

\_\_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) The balance of securities owned has been adjust to reflect a 3 for 2 stock split that occurred on June 29, 2007.

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