

FIRST MID ILLINOIS BANCSHARES INC  
 Form 4  
 February 22, 2006

**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 \*  
 SWIFT ROBERT J

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)  
 6807 N COUNTRY CLUB ROAD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/22/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP for Trust

MATTOON, IL 61938

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

(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 Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/21/2006		M		843.75	A	\$ 16 843.75	D	
Common Stock	02/22/2006		M		843.75	A	\$ 18.17 1,687.5	D	
Common Stock	02/22/2006		M		843.5	A	\$ 31 2,531	D	
Common Stock	02/22/2006		S		2,531	D	\$ 41.25 0	D	
Common Stock	01/09/2006		J <sup>(4)</sup>	V	6.516	A	\$ 41 1,034.077	I	By 401K

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Common Stock      01/09/2006      J<sup>(4)</sup> V 8.355 A \$ 41 1,325.911 I      By Deferred Comp

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)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Options	\$ 16	02/21/2006		M	843.75	01/01/2006 12/18/2011	Common Stock	0	
Stock Options	\$ 18.17	02/22/2006		M	843.75	01/01/2006 <sup>(1)</sup> 12/16/2012	Common Stock	843.7	
Stock Options	\$ 31	02/22/2006		M	843.5	01/01/2006 <sup>(2)</sup> 12/16/2013	Common Stock	1,687.	
Stock Options	\$ 41					01/01/2006 <sup>(3)</sup> 12/14/2014	Common Stock	3,37	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SWIFT ROBERT J 6807 N COUNTRY CLUB ROAD MATTOON, IL 61938			EVP for Trust	

## Signatures

Robert J. Swift Jr.      02/22/2006

\*\*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 on 1/1/2007.

(2) Options become exercisable as follows: .25 on 1/1/06; 843.75 on 1/1/07; 843.75 on 1/1/08.

(3) Options become exercisable in 4 equal annual installments beginning on 1/1/2006.

(4) 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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