

Edgar Filing: FIRST MID ILLINOIS BANCSHARES INC - Form 5

December, 2001

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

7. 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. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
				Amount	(A) or (D)	Price
Common Stock	11/16/01		J(2)	12,096.00	A	
Common Stock	11/21/01		J(2)	3,384.00	A	

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totaling 122.5326 shares with respect to Deferred Compensation that belong to his adult son Kenneth R. Diepholz Jr. This Form 5 as amended excludes all such acquisitions of the foregoing shares. This Form 5 as amended applies to all subsequent reports of the reporting person of acquisitions of Common Stock with respect to Deferred Compensation, including a Form 4 dated August 2002 and a Form 4 dated November 1, 2002. The foregoing Form 4s are amended to exclude all such acquisitions of Common Stock with respect to Deferred Compensation.

- (2) Shares acquired through Company's three-for-two stock split in the form of a stock dividend.

/s/ William S Rowland, Pursuant to a Power
of Attorney filed on November 1, 2002

11/06/02

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.