

FIRST MID ILLINOIS BANCSHARES INC
Form 15-12G
September 24, 2009

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

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number: 0-13368

FIRST MID-ILLINOIS BANCSHARES, INC.
(Exact name of registrant as specified in its charter)

1515 Charleston Avenue
Mattoon, Illinois 61938
(217) 234-7454

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

COMMON STOCK PURCHASE RIGHTS*
(Title of each class of securities covered by this Form)

COMMON STOCK, \$4.00 PAR VALUE PER SHARE
COMMON STOCK PURCHASE RIGHTS**
(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

| | | | |
|-----------------------|-------------------------------------|------------------------|--------------------------|
| Rule 12g-4(a) (1) | <input checked="" type="checkbox"/> | Rule 12h-3(b) (1) (ii) | <input type="checkbox"/> |
| Rule 12g-4(a) (2) | <input type="checkbox"/> | Rule 15d-6 | <input type="checkbox"/> |
| Rule 12h-3(b) (1) (i) | <input checked="" type="checkbox"/> | | |

Approximate number of holders of record as of the certification or notice date: 0

Pursuant to the requirements of the Securities Exchange Act of 1934, First-Mid Illinois Bancshares, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: September 24, 2009 FIRST-MID ILLINOIS BANCSHARES, INC.

By: /s/ William S. Rowland

William S. Rowland
President and Chief
Executive Officer

* The Common Stock Purchase Rights expired on September 21, 2009,

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pursuant to the terms of the Rights Agreement, dated as of September 21, 1999, between First Mid-Illinois Bancshares, Inc. and Harris Trust and Savings Bank, as Rights Agent.

** Issued pursuant to that certain Rights Agreement, dated as of September 22, 2009, between First Mid-Illinois Bancshares, Inc. and Computershare Trust Company, N.A., as Rights Agent.