

Cook Robert S
Form 4
May 01, 2018

FORM 4

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

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).

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 *
Cook Robert S

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2018

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

1421 CHARLESTON AVE

(Street)

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

MATTOON, IL 61938

(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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock | 05/01/2018 | | A | | 8,160 | A | ① 13,814 | I ② By LLC |
| Common Stock | 05/01/2018 | | A | | 2,880 | A | ③ 4,266 | I by 401k |
| Common Stock | 05/01/2018 | | A | | 1,840 | A | ④ 1,840 | I by IRA |
| Common Stock | | | | | | | 14,122 | D |
| Common Stock | | | | | | | 1,980 | I As Custodian for Children |

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Common Stock 244 I By Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Cook Robert S 1421 CHARLESTON AVE MATTOON, IL 61938 | | X | | |

Signatures

/s/ Michael L Taylor, attorney-in-fact for Mr. Cook 05/01/2018

**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).
 - Received in exchange for 10,200 shares of First BancTrust Corporation ("First Bank") common stock in connection with the merger of First Bank into a wholly owned subsidiary of First Mid-Illinois Bancshares, Inc. ("First Mid") (the "Merger"). On the effective date of the Merger, each share of First Bank common stock was converted into 0.80 shares of First Mid common stock, \$5.00 in cash, and cash-in-lieu of any fractional share.
 - Reflects transactions not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.

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(3) Received in exchange for 3,600 shares of First BancTrust Corporation ("First Bank") common stock in connection with the merger of First Bank into a wholly owned subsidiary of First Mid-Illinois Bancshares, Inc. ("First Mid") (the "Merger"). On the effective date of the Merger, each share of First Bank common stock was converted into 0.80 shares of First Mid common stock, \$5.00 in cash, and cash-in-lieu of any fractional share.

(4) Received in exchange for 2,300 shares of First BancTrust Corporation ("First Bank") common stock in connection with the merger of First Bank into a wholly owned subsidiary of First Mid-Illinois Bancshares, Inc. ("First Mid") (the "Merger"). On the effective date of the Merger, each share of First Bank common stock was converted into 0.80 shares of First Mid common stock, \$5.00 in cash, and cash-in-lieu of any fractional share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.