

SCHIFF, HARDIN & WAITE

A Partnership Including Professional Corporations

2520052092707

Chicago
Washington
New York
Merrillville
Dublin

6600 Sears Tower, Chicago, Illinois 60606-6473
Telephone (312) 258-5500 Facsimile (312) 258-5600

Lauralyn G. Bengel
(312) 258-5670
lbengel@schiffhardin.com

September 10, 1999

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5638
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

To Whom it May Concern:

On behalf of our client, First Mid-Illinois Bancshares, Inc., we hereby enclose a Reporting and Disclosure Compliance Statement pursuant to Section 110 of the Employee Retirement Income Security Act and Department of Labor Regulation Section 2520.104-23 with respect to the following: (1) First Mid-Illinois Bancshares, Inc. Supplemental Executive Retirement Plan; and (2) First Mid-Illinois Bancshares, Inc. Deferred Compensation Plan.

In accordance with DOL instructions, we have filed the first page of Form 5500, together with a check payable for \$2,500, representing the penalty amount, with the DFV Program, Pension and Welfare Benefits Administration, in Atlanta, Georgia.

Please stamp the enclosed copy of this letter as "Received" and return it to the undersigned in the enclosed envelope.

Very truly yours,

SCHIFF HARDIN & WAITE

By: 
Lauralyn G. Bengel

Enclosure

cc: William S. Rowland - with enclosure

**FIRST MID-ILLINOIS BANCSHARES, INC.
REPORTING AND DISCLOSURE COMPLIANCE
STATEMENT**

In compliance with Section 110 of the Employee Retirement Income Security Act of 1974 ("ERISA") and the Department of Labor regulations thereunder, set forth in Section 2520.104-23, First Mid-Illinois Bancshares, Inc. is filing this Reporting and Disclosure Compliance Statement and in connection herewith provides the following information:

EMPLOYER: First Mid-Illinois Bancshares, Inc.

ADDRESS: 1515 Charleston Avenue
Mattoon, Illinois 61938

EMPLOYER IDENTIFICATION NUMBER: 37-1103704

NUMBER OF PLANS: Two (2)

PLAN NAMES: (1) First Mid-Illinois Bancshares, Inc. Supplemental Executive Retirement Plan
(2) First Mid-Illinois Bancshares, Inc. Deferred Compensation Plan

NUMBER OF EMPLOYEES PARTICIPATING IN THE PLANS: (1) First Mid-Illinois Bancshares, Inc. Supplemental Executive Retirement Plan: Two (2)
(2) First Mid-Illinois Bancshares, Inc. Deferred Compensation Plan: 22

First Mid-Illinois Bancshares, Inc. maintains the above-named unfunded Plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

First Mid-Illinois Bancshares, Inc. will provide the Plan documents to the Secretary of Labor upon request, as required by Section 104(a)(1) of ERISA.

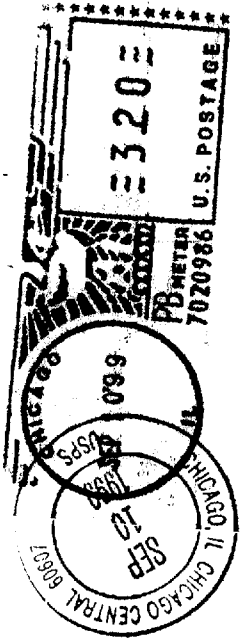
FIRST MID-ILLINOIS BANCSHARES, INC.

By: William J. Randal

Title: Executive Vice President

Dated: April 19, 1999

Lauralyn G. Bengel
SCHIFF HARDIN & WAITE
7300 Sears Tower, Chicago, Illinois 60606-6473



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Fold at line over top of envelope to the
right of the return address

CERTIFIED

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