

Table of Contents

Financial Charts		2
etter to Shareholders		3
Customer Spotlight		4
Questions & Answers	" ; 1	0
Consolidated Financial Statements	__	16
President's Councils	2	20
Boards of Directors	2	21

Shareholder Information

Corporate Headquarters

First Busey Corporation, 201 W. Main Street, Urbana, Illinois 61801, (217) 365-4556. Visit Busey's world wide web site at www.busey.com.

Annual Meeting

The Annual Meeting of Shareholders of First Busey Corporation will be held on Monday, April 16, 2001, at 7:00 p.m. in the Foellinger Great Hall at The Kraunert Center on the campus of the University of Illinois.

First Busey Corporation Common Stock

First Busey Corporation Common Stock is traded on Nasdaq National Market under the symbol "BUSE." First Busey Corporation's market makers are Stephens Inc., Little Rock, Howe Barnes Investments, Inc., Chicago, and Stifel, Nicolaus & Company, Inc., St. Louis.

Annual Report on Form 10-K

A copy of the Annual Report on Form 10-K filed with the Securities and Exchange Commission may be obtained without charge by written request to First Busey Corporation, 201 W. Main Street, Urbana, IL 61801.

Stock Transfer Agent

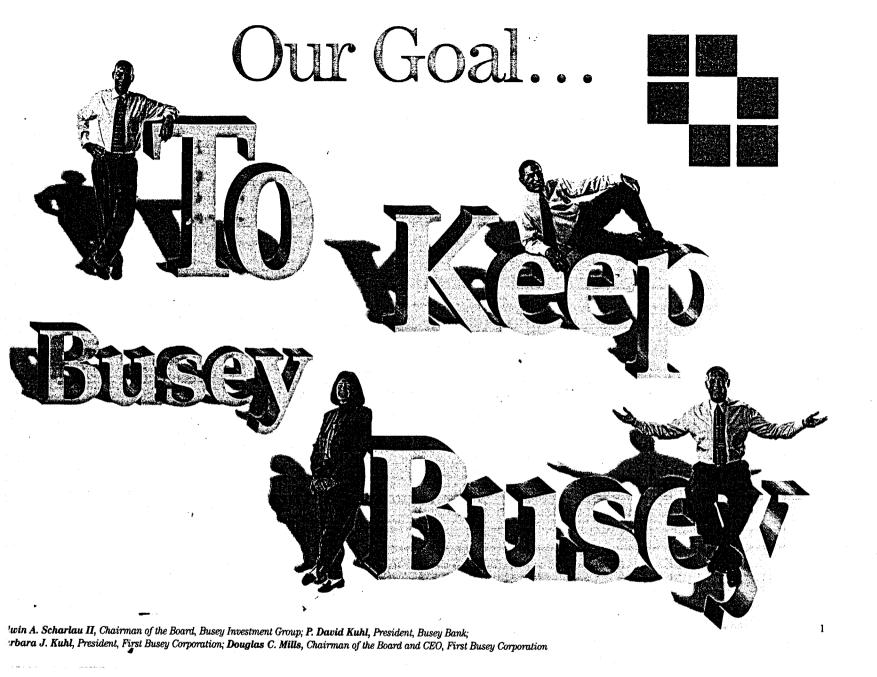
First Busey Corporation acts as its own transfer agent.

Corporate Profile

First Busey Corporation is a Financial Holding Company headquartered in Urbana, Illinois. It has two banking subsidiaries, Busey Bank and Busey Bank, fsb. Busey Bank is headquartered in Urbana, Illinois and serves Champaign and Ford Counties in Illinois with fourteen banking centers as well as one banking center in Indianapolis, Indiana. Busey Bank has loan production offices in Ft. Myers and Naples, Florida, and also owns Busey Travel agency in Champaign, Illinois. Busey Bank, fsb serves McLean County with five banking centers and in October of 2000 opened a banking center in Ft. Myers, Florida. Busey also provides electronic delivery of financial services through Busey e-bank (www.busey.com).

Busey Investment Group (BIG) is a wholly owned subsidiary of First Busey Corporation and owns three separate corporations:

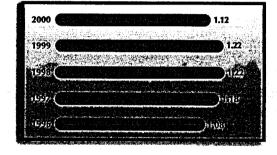
- First Busey Trust & Investment Co., specializing in asset management and trust services with over \$1 billion in assets under care;
- First Busey Securities, Inc., a full service broker/dealer subsidiary which has more than \$500 million in assets under care, Member NASD/SIPC;
- Busey Insurance Services, Inc., providing long-term healthcare insurance and other insurance products.



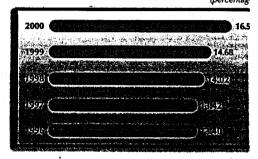
Total Assets (dollars in millions)



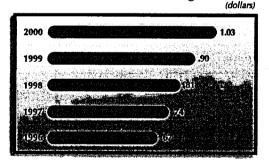
Return on Average Assets (percentage)



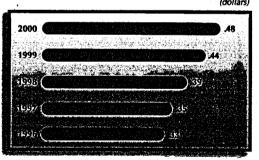
Return on Average Equit



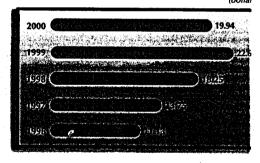
Diluted Earnings Per Share (dollars)



Dividend (dollars)



Closing Stock Pric



Financials

Doug Mils

-Chairman of the Board



Keeping Busey...Busey! What does this mean? Some might say it means that Busey will remain unchanged, continuing to do what it does today into the future. Others might say it means remaining an independent community bank and asset management organization. **Keeping Busey...Busey** is the focus of this 2000 Annual Report.

Busey is more than a name – it is a franchise. It is the relationship between our 485 associates, our customers and the communities we serve. **Keeping Busey...Busey** is our way of "branding" our franchise for the future by establishing significant performance standards that will allow us to remain an independent financial services organization. To that end we will:

- Design "Vision 2010" which will represent a picture of the Busey Organization as of January 1, 2010. Vision 2010 will be presented to Shareholders at the Annual Meeting on April 16, 2001.
- Seize opportunities that will enable us to remain at the top of our peer group in Return on Equity and enhanced Shareholder value.
- Strengthen our relationship with our customers by exceeding their expectations.
- Remain Busey!

As we look to the future and close the book on the past, the year 2000 was the best year ever in the history of the Busey Organization. These are truly exciting times, but not without daily challenges. We will continue to build on the strong foundation that has been established throughout the 133-year history of the Busey Organization.

Chairman of the Board and Chief Executive Officer



HACTURED IN

Left: Alan and Lynn Ryle took an active part in the construction of the new office building that will house their company's headquarters.



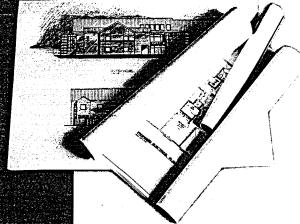
"It has been extremely satisfying to me to feel in some way a part of helping Alan and Lynn recognize their dreams. And the fact that the success of their companies benefits so many people is even more rewarding."

Mary Ann Pankau, Commercial Lending

The new 10,000 square-foot office building that will house Alan G. Ryle & Companies is a far cry from their first headquarters — the Ryle's living room. Mary Ann Pankau, Busey Commercial Lender, remembers it as an exciting time. "Alan and Lynn were realizing their dream of providing homes and other consultative services to people with disabilities. The growth and success of their companies is amazing."

The vision for their businesses formed 25 years ago when the Ryles worked together at a community living facility for the developmentally disabled. They saw the need to provide living facilities and services that were as diverse as the individuals who live there. They wanted their company to provide the quality service and staff necessary to give all prospective residents, regardless of their personal challenges, the opportunity to live within communities.

"We started working with Busey when we had 12 sites — now we have 34," says Mr. Ryle. "Our relationship with Busey works well because Mary Ann has taken the time to learn our business; the funding processes and restrictions of the State of Illinois regulatory agencies can be tricky." As the Ryles continue to expand their dreams, Mary Ann researches new ways to fund their growth. "It is truly a collaborative effort," she says. "It is very fulfilling to work with a couple like the Ryles whose business benefits such an important segment of our community."





"By being local, we are able to keep our fingers on the pulse of the committee's needs. It is not uncommon for us to consult with these clients

on a weekly basis. They really appreciate this personalized service."

Scott MacAdam and Scott Hendrie, First Busey Trust & Investment Co.

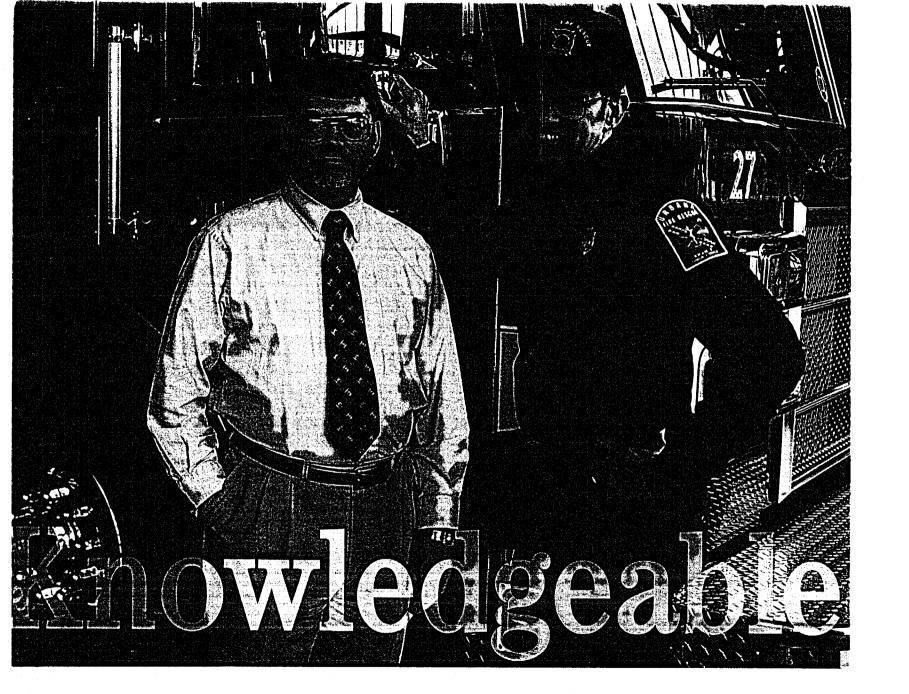
Right: Urbana City Comptroller, Ron Eldridge, and Andrew Rickord Firefighter and Pension Fund trus work closely with the asset manage team at First Buscy Trust.

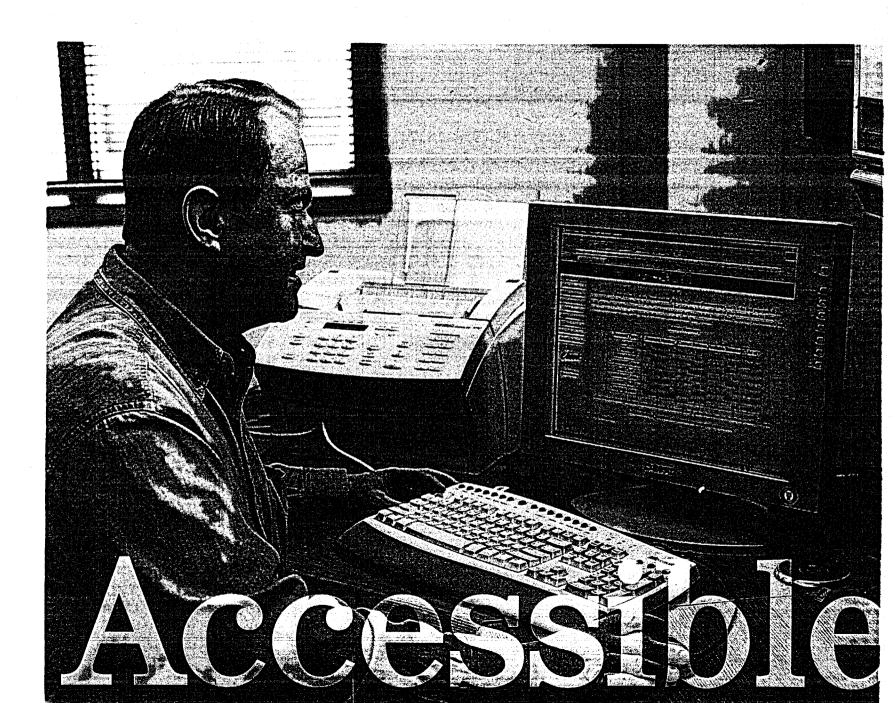
Ron Eldridge, City Comptroller for Urbana, Illinois, juggles a variety of responsibilities.—one of which is making sure the pension fund for the City's 45 former and 46 active firefighters is properly handled, and effectively managed. That's why Ron turned to First Busey Trust & Investment Co. over three years ago for help. Ron and his seven-member Board of Trustees have developed a relationship with First Busey Trust's President Scott MacAdam and Senior Vice President Scott Hendrie that has proven very successful.

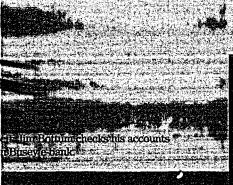
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"The Board is very happy with our relationship with First Busey Trust," says Eldridge. "It is great to have such experienced money managers located in our own community. With their close proximity, it's easy, for them to attend our Board meetings or to meet as needed. The reporting they provide shows their expertise, and the reports provided are easily understood by the plan trustees. And, most important, we have been pleased with the performance of the fund." He adds, "As City Comptroller, I also am obligated to compare the management fees charged by First Busey Trust with others in the industry. We find First Busey Trust to be very reasonable." Scott MacAdam and his asset management team work with many other endowments and not-for-profit agencies. "Our great working relationship with Ron and his trustees is just one example of the niche First Busey Trust has developed in this area. We derive great satisfaction in providing management and fund performance expertise to local agencies, especially







"As one of our first Busey e-bank customers, Jim Bottum really helped us to focus on what individuals and business people want and need in electronic banking. His insights have encouraged us to stay on top of technology and explore new features and product offerings."

Kelly Dennemann, Busey e-bank

Jim Bottum admits he "lives electronically." As Executive Director at the National Center for Supercomputing Applications (NCSA), located on the University of Illinois campus in Urbana, Illinois, every aspect of his world involves cutting-edge technology and computer processes.

Jim started banking electronically in 1991 using the CheckFree system. "I was constantly apologizing to the tellers at Busey when I needed a copy of my bank statement. I would always mention that I would welcome the option of checking my account balances on-line if this were available. When I was told that Busey was working on Web banking, I gladly became an in-point person to the project."

When Busey began offering Web-based banking in 1995, Jim was one of the first customers to sign up. He now relies heavily on Busey e-bank during his extensive travel schedule. "E-bank is especially helpful in balancing my daughter's accounts. While she is away at college I use e-bank to transfer funds into her account and monitor how much money she is spending," he says with a grin. "I also pay bills while on the road, and I plan to start using bill presentment soon — I don't like paper!"

The demand for e-banking from Jim and his colleagues is one of the reasons Busey has been at the forefront of Internet banking. Kelly Dennemann of Busey e-bank remarks, "We rely on feedback from these knowledgeable customers to keep us moving ahead with new e-bank products and services.

We know that if we can keep our 'techie' customers satisfied, our other customers will also be happy."





Q. Customer Relationship Management is a buzzword in banking today. How is Busey using CRM, and how does it benefit Busey's customers?

A. "Customer relationship management means treating a customer as a person with distinct and unique needs, rather than as an account number. In this era of transaction providers, Busey's commitment to treating customers as individuals is a strategic one. Our goal is to work with customers as a consultative partner, to anticipate their financial needs and to help fulfill those needs. We offer a broad menu of financial products, services and access methods, and our associates are trained to listen, understand, and make thoughtful recommendations."

Mary Ann Graham, Vice President, Champaign Banking Center Executive

QUESTIONS &

Busey Bank has always been the leader in mortgage lending in Champaign County. With the softening economy, how will Busey remain a lending leader?

"The key to our success has always been our people. We have an extremely talented and professional group of mortgage lenders, and our support staff is the best you will find anywhere. Our investment in technology has given us the ability to be very responsive to our customers. In many cases, we can make a commitment to the borrower at the time of application. We also offer a wide range of products at very competitive rates, including our 100% financing program.

Considering all of these factors, I think Busey is very well positioned to be the leader in mortgage lending, not just in Champaign County, but in all of the markets we serve."

David Gillon, Vice President, Mortgage Lending



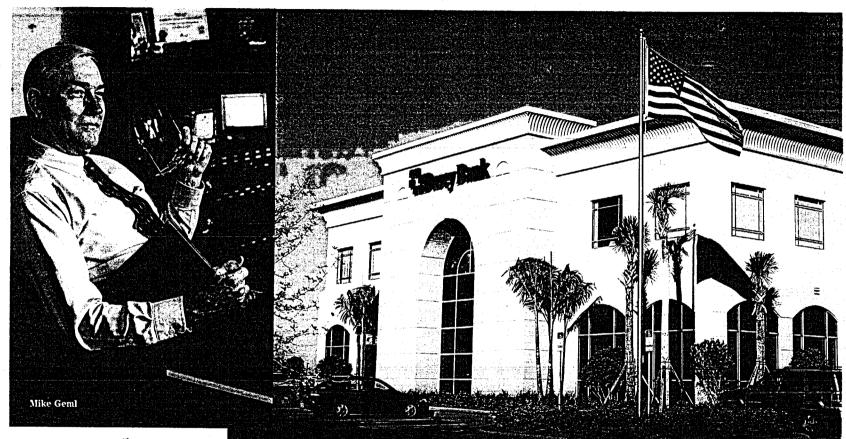
Q. An independent bank such as Busey Bank, fsb is a rarity in the McLean County market. What are your customers≠ telling you are the biggest benefits of doing business with a community bank?

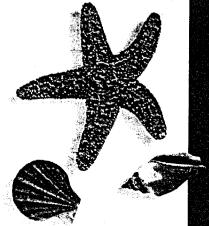
A. "Our customers appreciate being able to discuss their needs with bankers who have the authority to make decisions quickly, taking into consideration our local competitive and economic factors. Business customers know that when they discuss various options with long-term ramifications, they are making plans with someone who shares their concerns for our community's continued prosperity."

Dave Wampler, President, Busey Bank, fsb









Q. Busey Bank; fsb opened its Ft. Myers, Florida banking center in October. How has Busey been accepted in the Southwest Florida community?

A. "Busey's Loan Production Office has been serving Florida customers for over four years, and its successes helped to eliminate any uncertainties a community might have when a new bank enters their market. When we opened in October 2000, Busey Bank was

able to capitalize on the LPO's name and reputation. Also, our construction of a 24,700-square foot signature building sent a strong signal to the community that Busey is committed to being a long-term provider of financial services in Southwest Florida. Our total deposits on December 31, 2000 were almost \$20 million. We are off to a great start!"

Mike Geml, President, Busey Bank, fsb Florida



"Our customers are those businesses that seek a close working relationship with their bank and with the bank's senior officers. They like dealing directly with creative and experienced bankers who are decisive and who find real satisfaction intheir customers' successes. Consequently, our total loans increased 27% to over \$98 million and average deposits more than doubled to nearly \$6 million this past year. We have had a 20% increase in banking customer relationships, too. We had a great year in 2000, and our continued excellent service should make 2001 results even better."

Lou Hensley, Sr. Vice President, Busey Bank Indiana

ou Hensley

Q. One of Busey's strengths has always been its people. How can Busey maintain this strength despite the tight labor market?

we have invested in our 'human capital.' While the tight labor market will require us to use more aggressive, non-traditional recruiting methods, our real focus will be on training and retention. Busey provides extensive in-house training programs that offer our 485 associates opportunities for growth throughout their careers. We also know that recognizing the accomplishments of our associates and rewarding them with competitive salaries and benefits is critical to retaining

key talent. We are proud that over a third of our associates have been with the Busey organization for more than 10 years."

Lisa Davis, Sr. Vice President, Director of Human Resources



Q. Long-term care insurance is one of Busey Insurance Services' fastest growing products. Are customers making insurance part of their overall financial plans?

A: "With our population living longer today than at any time in history, more families are facing long-term care situations that can be financially devastating. Our clients are extremely concerned about this possibility, and they are interested in identifying ways to protect assets that have taken their families a lifetime or more to accumulate. Long-term care insurance offers a very cost-effective way to protect these assets.

Many clients find it logical to include long-term care insurance as part of their financial plans,

and having Busey Insurance Services located within the Busey Investment Group is a convenient fit."

Dave Summitt, Vice President, Busey Insurance Services

1.

Q. Many economic challenges face small business owners today. What steps has Busey Bank taken to ensure quality loans are available that meet customers' needs?

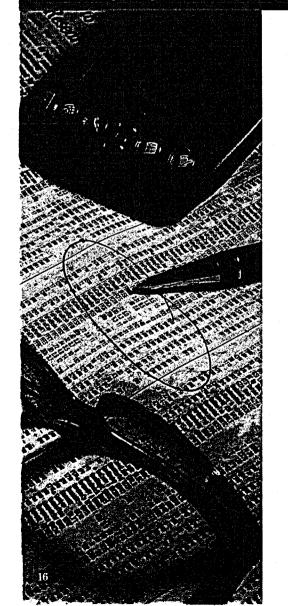
A. "A strong economic climate in 2000 prompted many small business owners to start new businesses or to expand their existing ones, and Busey was proud to be their financing partner. At year-end, Busey Bank had almost \$44 million outstanding in our Small Business Administration (SBA) and USDA Rural Development loan programs. Busey also participates in several local loan programs that further enhance customer cash flow and our collateral position. We have developed a sophisticated grading system that evaluates customers primarily on business cash flow and company leverage. This system is used to control the quality of the bank's loan portfolio."

Rob Fazzini, Sr. Vice President, Busey Bank, fsb Rob Fazzini



CONDENSED CONSOLIDATED BALANCE SHEETS

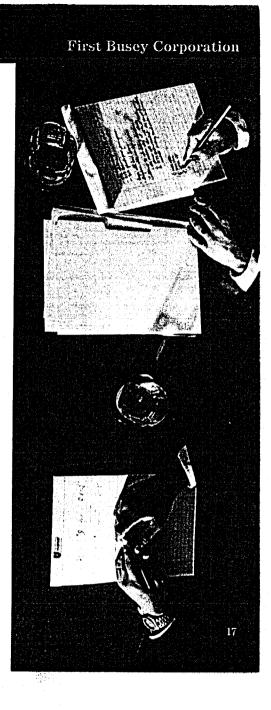
First Busey Corporation



		(dollars in thousands)		
Years Ended December 31	2000	1999		1998
ASSETS				
Cash and due from banks	\$ 93,285	\$ 83,222	\$	35,644
Investment securities	228,597	225,046	`.	217,991
Loans, net of unearned interest	984,369	886,684	٠	662,281
Allowance for loan losses	(12,268)	(10,403)		(7,101)
Net loans	\$ 972,101	\$ 876,281	\$	655,180
Premises and equipment	31,253	28,647		24,232
Goodwill and other intangible assets	12,255	14,344		6,783
Other assets	17,553	19,583		11,701
Total assets	\$ 1,355,044	\$ 1,247,123	\$	951,531
LIABILITIES				
Deposits:				i de la compansión de l
Non-interest bearing	\$ 134.669	\$ 103,001	\$	96,555
Interest bearing	1,014,118	924,980		730,149
Total deposits	\$ 1,148,787	\$ 1,027,981	\$	826,704
Short-term borrowings	51,173	71,907		5,900
Long-term debt	52,976	55,849		25,000
Other liabilities	9,783	9,102		6,824
Total liabilities	\$ 1,262,719	\$ 1,164,839	\$	864,428
STOCKHOLDERS' EQUITY				
Common stock	\$ 6,291	* \$ 6.291	\$	6,291
Surplus	22,044	21,750		21,283
Retained earnings	73,215	65,572		59,028
Accumulated other comprehensive income	5,917	2,074		6,799
Total stockholders' equity before				
treasury stock, unearned ESOP shares and		A 05 500		00.454
deferred compensation for stock grants	\$ 107,467	\$ 95,687	\$	93,401
Treasury stock, at cost Unearned ESOP shares and deferred	(12,858)	(10,773)		(5,865
compensation for stock grants	(2,284)	(2,630)		(433
Total stockholders' equity	\$ 92,325	\$ 82,284	\$	87,103
Total liabilities and stockholders' equity	\$ 1,355,044	\$ 1,247,123	\$	951,531

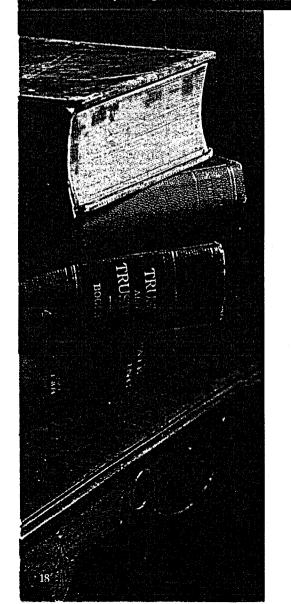
CONDENSED CONSOLIDATED STATEMENTS OF INCOME

		(dollars in thousands, except per share data)								
Years Ended December 31		2000	••••	1999	1998					
INTEREST INCOME										
Leans	\$	79,924	\$	60,058	\$	53,669				
Investment securities: Taxable				•		•				
Non-taxable		10,657		9,824		10,756				
Other		2,034		1,950		1,732				
		627		479		891				
Total interest income	*	93,242	\$	72,311	\$	67,048				
INTEREST EXPENSE										
Deposits	\$	42,286	\$	31,085	\$	30,642				
Short-term borrowings		5,243		1.812		1,099				
Long-term debt		2,947		2,023		1,234				
Total interest expense	\$	50,476	\$	34,920	\$	32,975				
Net interest income	\$	42,766	\$	37,391	\$	34,073				
Provision for loan losses		2,515		2,570		700				
Net interest income after provision										
for loan losses		40,251	\$	34,821	\$	33,373				
NON-INTEREST INCOME			**********							
Trust	•	4 904	\$							
Service charges on deposit accounts	•	4,364 5.341	*	4,013	\$	3,445				
Commissions and brokers' fees, net		1,901		3,798 1,472		2,938				
Security gains, net		737		1.035		1,187 1.243				
Other income		5,945		5,874		4,717				
Total non-interest income	\$	18,288	\$	16,192	. \$	13,530				
NON-INTEREST EXPENSES										
Salaries and employee benefits		19,080	2	17,565	\$	16,095				
Net occupancy expense of premises	•	3.115	•	2,690	•	2,497				
Furniture and equipment expenses		3,614		3,320		2,370				
Amortization of intangible assets		2,288		1,166		1.404				
Other expenses		9,152		8,322		8,034				
Total non-interest expenses	\$	37,249	\$	33,063	\$	30,400				
Income before income taxes	\$	21,290	\$	17,950	\$	16,503				
Income tax expense		7,237		5,402		5,105				
Net income	\$	14,053	\$	12,548	\$	11,398				
BASIC EARNINGS PER SHARE	4	1.05	\$.92	\$.83				
DILUTED EARNINGS PER SHARE	8	1.03	\$.90		.81				
			•	.00	₩.	, .01				



SUPPLEMENTAL INFORMATION

First Busey Corporation



Years Ended December 31	(dollars in thousands)								
		2000		1999		1998			
CHANGES IN STOCKHOLDERS' EQUITY		:							
Balance at beginning of year	\$	82,284	\$	87,103	. \$	81,279			
Net income		14,053		12,548		11,398			
Cash dividends declared		(6,410)		(6,004)		(5,381)			
Common stock issued		581		1,411		1,411			
Treasury stock purchased		(2,385)		(5,852)		(2,800)			
Proceeds from ESOP debt				(2,370)		· -			
Principal payments on ESOP debt		337		150		150			
Change in accumulated other									
comprehensive income*		3.843		(4,725)		998			
Amortization of restricted stock issued under		-,		(-,)					
restricted stock award plan		22		23		48			
Balance at end of year	8	92,325	\$	82,284	\$	87,103			
			. *						
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RESERVE FOR POSSIBLE LOAN LOSSES				*					
Balance at beginning of year		10,403	\$	7,101	\$	6,860			
Addition due to acquisition of Busey Bank, fsb		— .		1,101					
Provision charged to expense		2,515		2,570		700			
Recoveries on loans previously charged off		124		182		145			
Loans charged off		(774)		(551)		(604)			
Balance at end of year		12,268	\$	10,403	\$	7,101			
As a percent of loans		1.25%		1.17%		1.079			
NON-PERFORMING LOANS									
Loans:									
Non-accrual	\$	767	\$	1,168	\$	526			
Loans 90 days past due and still accruing		4,666		937		1,052			
Total non-performing loans	\$	5,433	\$	2,105	\$	1,578			
As a percent of loans		0.55%		0.24%		0.249			

^{*} Change in unrealized gain on investment securities available for sale, net

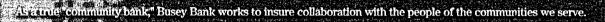
FIVE YEAR SUMMARY OF SELECTED CONSOLIDATED FINANCIAL DATA

						dollars in thousands, except per share data)					
Years Ended December 31		2000		1999		1998		1997			1996
BALANCE SHEET ITEMS											
Total assets		\$1	,355,044	\$ 1	,247,123	\$	951,531	\$	915,540	\$	864,918
Investment securities			228,597		225,046		217,991		215,514		226,350
Loans, net of unearned interest			984,369		886,684		662,281		602,937		569,500
Total deposits		1	,148,787	1	,027,981 '		826,704		811,453		766,927
Long-term debt			52,976		55,849		25,000		10,000		5,000
Stockholders' equity			92,325		82,284		87,103		81,279		73,417
Deside of Occasions											
Results of Operations											
Interest income	,	\$	93,242	\$	72.311	\$	67.048	\$	63.831	\$	61,197
Interest expense		-	50,476		34,920		32,975		31,119		30,033
Net interest income			42,766		37,391		34,073		32,712		31,164
Net income		\$	14,053	\$	12,548	\$	11,398	\$	10,371	\$	9,306
Per Share Data "											
Diluted earnings		2	1.03	\$.90	\$.81	\$.74	\$.67
Cash dividends declared		•	.48	•	.44	•	.39	•	.35	•	.33
Book value			6.86		6.08		6.36		5.92		5.36
Closing price			19.938		22.625		18.25		13.75		11.125
OTHER INFORMATION											
Return on average assets			1.12%		1.22%		1.22%		1.18%		1.089
Return on average equity			16.56		14.68		13.51		13.42		13.40
Net interest margin (8)	٠.		3.75		4.03		4.10		4.20		4.13
Stockholders' equity to assets			6.81		6.60		9.15		8.88		8.49



⁽¹⁾ Per share amounts have been restated to give retroactive effect to the two-for-one stock split which occurred August 3, 1998, and the three-for-two stock split which occurred May 7, 1996.

⁽²⁾ Calculated as a percent of average earning assets.



Our President's Councils were instituted in 1995 in five Busey markets. Area residents, most with business affiliations, are invited to attend regular meetings to discuss the local economy, banking issues and other topics of interest. In these meetings, chaired by the respective Banking Center Executive, Council members share information about happenings within the bank and members discuss their comments and concerns.

Our President's Council members are basically our eyes and ears to the community," according to Ron Metz, Sr. Vice President and Banking Center Executive at Busey Bank Gibson City. "Our Council is made up of a good mix of very visible business people, professionals and agricultural leaders within the community. They help us identify business opportunities by referring new residents and businesses to the bank, as well as by sharing information on changes in area business leadership. Our Council members are vital to

resident's Councils are currently in existence at five Busey Banking Centers: St. Joseph, Champalgn, Gibson City, Mahomet and Tolono.



ideasbefore the beginning of their December meeting

President's **Council Membe**

St. Joseph

Barbara Butler Cliff Evans B.J. Hackler Geni Roark Kathy Munday Sue Rudnicke

Champaign

Sandra Broadrick-Aller Michael Cain Kathleen F. Conlin Kim Fox John Frauenhoffer Sharon J. Harkness Paul F. Luedtke Gary Wackerlin

Gibson City

Marc W. Petersen Dr. Douglas V. Schultz Jean H. Williams Michael E. Young

Mahomet

Della Chambers Cheryl Dale Lee Jessup Mark Kesler Deb Kimme Andrew Sievers Richard Taylor

Tolono

Richard Cain Robert McCleary Nancy Reifsteck Dennis Scheu Carole Temple Rick Willamon

First Busey Corporation and Busey Bank

Board of Directors

Joseph M. Ambrose

Samuel P. Banks

T.O. Dawson

Victor F. Feldman, MD

Kenneth M. Hendren

E. Phillips Knox

P. David Kuhl

V.B. Leister, Jr.

Douglas C. Mills

Linda M. Mills

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Busey Bank

P. David Kuhl, President and CEO

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