FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| shington, | D.C. | 20549 | | |
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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

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Lehman Gary | | | | | 2. Issuer Name and Ticker or Trading Symbol FIRST MERCHANTS CORP [FRME] | | | | | | | | | | ationship of Reporting (all applicable) Director | | ng Pe | 10% Ov | vner |
|--|---|---------|--|---|---|---|--------|--|-----------------|---|---------------------------------|--|--|--|---|--|--|------------------------------|------------|
| (Last) | (Fir | rst) (ľ | Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2024 | | | | | | | | | Officer (give title below) | | | Other (specibelow) | specify |
| 200 E JACKSON ST | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | ine) | Individual or Joint/Group Filing (Check Applicable ne) | | | | | | | |
| (Street) | E IN | 4 | 7305 | | | | | | | | | | | V | | filed by Mo | | oorting Perso an One Repo | - 1 |
| (City) | (St | ate) (Z | Zip) | | Rul | le 10 |)b5- | 1(c) | Tran | sac | tion Indi | icatio | on | | | | | | |
| | | | | | | | | | | | saction was m ons of Rule 10 | | | | | uction or writt | ten pla | an that is inter | nded to |
| | | Table | I - No | n-Deriva | tive S | Secui | rities | Acq | uired | , Dis | posed of | , or E | Benefic | ially | / Own | ed | | | |
| 1. Title of Security (Instr. 3) 2. Transact Date (Month/Day | | | Execution D | | Date, | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5) | | | 4 and Secur Benef Owne | | rities Fricially (I d Following (I | | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | | Code | v | Amount | (A) (D) | Price | , | | ed ction(s) 3 and 4) | | | (Instr. 4) |
| Common Stock | | 06/30/2 | 2024 | | | | A | | 657 | A \$: | | .29 | 49,420.691(1) | | | D | | | |
| | | Tal | ole II - | | | | | | | | osed of, convertib | | | | Owne | d | | | |
| 1. Title of Derivative Security (Instr. 3) | Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any | | emed tion Date, n/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 Securities Underlying Derivative Security (Inst 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | | 9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | у | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercis | sable | Expiration Date | Title | Amount or Number of Shares | 1 | | | | | |

Explanation of Responses:

1. Includes Restricted Stock Awards totaling 6,788 shares

Remarks:

Jacob Burkett (Confirming Statement on File)

07/02/2024

** Signature of Reporting Person Date

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

- * 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.