FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | |
|---------------------|----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-028 | | | | | | | | |
| Estimated average b | ourden | | | | | | | | |

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| 1. Name and Address of Reporting Person* Halderman Howard | | | | | 2. Issuer Name and Ticker or Trading Symbol FIRST MERCHANTS CORP [FRME] | | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | |
|--|---|--|--|----------------|---|---|--------|-------------------------------------|--|--|---------------------|--|------------------------|--------|---|---|---|--|--------------------|---------------------------------------|--|--|
| Haiuen | man now | <u>aru</u> | | | | | | | | | | | | | X | Direc | tor | | 10% O | wner | | |
| (Last) (First) (Middle) 200 E JACKSON ST | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2018 | | | | | | | | | | | | Officer (give title below) | | Other (below) | (specify | | |
| | | | | | 4 16 | A If Assessed as a Control of Colorinal File of (Adverted Developera) | | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | |
| (Street) MUNCIE IN 47305 | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 07/03/2018 | | | | | | | | | | Form filed by One Reporting Person | | | | | | |
| WICHCII | | | F7 303 | | | | | | | | | | | | Form filed by More than One Reporting | | | | | orting | | |
| (City) | (St | ate) (| Zip) | | | | | | | | | | | | | Pers | on | | | | | |
| | | Tabl | e I - Nor | n-Deriva | ative | Sec | uritie | s Acc | quired, | Dis | posed o | f, or | Ben | eficia | ally | Owne | ed | | | | | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D | | | | | r) E | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Dispose Code (Instr. 5) | | ities Acquired (A d Of (D) (Instr. 3, | | | 4 and Sec Bei Ow | | Securities Beneficially | | vnership n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | | | | |
| | | | | | | | | | | v | Amount | (A) or (D) | | Price | | Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | | |
| Common | Stock | 9,720.83 ⁽¹⁾⁽²⁾ D | | | | | | | D | | | | | | | | | | | | | |
| | | Та | ıble II - I | | | | | | | | sed of, onvertib | | | | y Ov | vned | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution D if any (Month/Day/ | Date, Transact | | | | | 6. Date Exercisable a Expiration Date (Month/Day/Year) | | | Amount of Securities Underlying Derivative Security (Instr. and 4) | | | | vative irity r. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownershi Form: Direct (D) or Indirec (I) (Instr. 4 | Ownership Form: | Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | Or Nur Of Sha | nber | | | | | | | | |

Explanation of Responses:

- 1. Includes Restricted Stock Awards totaling 4,926 shares
- 2. Due to an administrative error, the grant of 336 restricted shares to the reporting person on June 30, 2018 in exchange for director fees and reported on the Form 4 filed by the reporting person on July 3, 2018, should have instead been paid in cash. The Company has corrected the error, cancelled the grant and instead paid the director fees to the reporting person in cash. As of June 30, 2018 the reporting person owned only 9,720.830 shares of common stock.

Remarks:

Addison Nicoll (Confirming Statement on File)

10/26/2018

** 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.