# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

# FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (Date of earliest event reported): March 24, 2011

**Commission File Number 0-17071** 

# FIRST MERCHANTS CORPORATION

(Exact name of registrant as specified in its charter)

INDIANA35-1544218(State or other jurisdiction of incorporation)(IRS Employer Identification No.)

200 East Jackson Street P.O. Box 792 Muncie, IN 47305-2814

(Address of principal executive offices, including zip code)

(765) 747-1500

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

# **ITEM 7.01 REGULATION FD DISCLOSURE**

First Merchants Corporation has compiled a summary performance report that will be available on its website at *www.firstmerchants.com/InvestorRelations*. The document is also attached hereto as Exhibit 99.1.

The report may contain forward-looking statements about the Corporation's relative business outlook. These forward-looking statements and all other statements contained in the report that do not concern historical facts are subject to risks and uncertainties that may materially affect actual results.

Specific forward-looking statements include, but are not limited to, any indications regarding the financial services industry, the economy and future growth of the Corporation's balance sheet or income statement.

# **ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) (99.1) First Merchants Corporation summary report, March 24, 2011.

# SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

First Merchants Corporation (Registrant)

By: <u>/s/ Mark K. Hardwick</u> Mark K. Hardwick Executive Vice President and Chief Financial Officer (Principal Financial and Principal Accounting Officer)

Dated: March 24, 2011

Exhibit No.	Description
<u>99.1</u>	First Merchants Corporation summary report, March 24, 2011



The Strength of Big, the Service of Small 2010 annual report



# First Merchants Corporation

# **Corporate Profile**

First Merchants Corporation (Nasdaq: FRME) is the largest financial holding company based in Central Indiana. Since 1893, First Merchants has provided the best of what banking can offer, customer-valued products and services delivered locally by bankers who are known and trusted in their communities. The Corporation has grown to include banks with 79 locations in 23 Indiana and 2 Ohio counties, a trust company and a multi-line insurance company. As of December 31, 2010 total asset size of First Merchants Corporation was \$4.2 billion.

We are focused on building deep, lifelong client relationships and providing maximum shareholder value. We provide an experience where customers can bank with their neighbors, realizing that our business begins and ends with people.

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#### BANK DIVISIONS Bank divisions within the corporation include:

First Merchants Bank N.A., in Adams, Brown, Delaware, Fayette, Hamilton, Hendricks, Henry, Howard, Jay, Johnson, Madison, Miami, Morgan, Randolph, Union, Wabash, Wayne in Indiana and Butler County, Ohio.

Lafayette Bank and Trust Company, a division of First Merchants Bank N.A., in Carroll, Clinton, Jasper, Montgomery, Tippecanoe and White Counties.

Commerce National Bank, a division of First Merchants Bank N.A., in Franklin County, Ohio.

First Merchants Trust Company, a division of First Merchants Bank, N.A., represents one of the largest trust companies in the state of Indiana.

The Corporation also operates First Merchants Insurance Group, a full-service property, casualty, personal lines, and health care insurance agency.



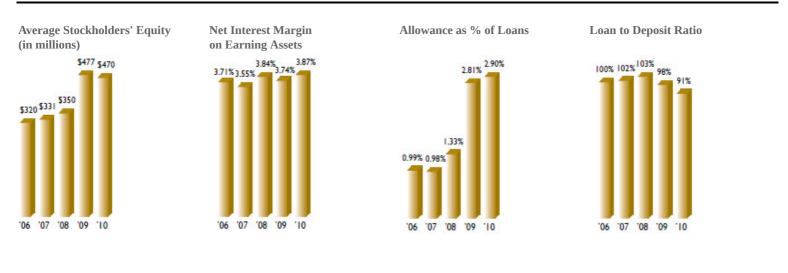
# MISSION

To deliver superior personalized financial solutions to consumer and closely held commercial clients in diverse community markets by providing sound advice and products that exceed customer expectations.

# FINANCIAL HIGHLIGHTS

Chollars in thousands, except share data)    2010    2009    Change      YEAR-END BALANCES    Total Assets    \$ 4,170,848    \$ 4,480,952    -    6.9%      Total Loans    2,857,152    3,277,824    -    12.8      Total Deposits    3,268,880    3,536,536    -    7.6      Total Deposits    454,408    463,785    -    2.0      RESULTS OF OPERATIONS    *    454,408    463,785    -    2.0      RESULTS OF OPERATIONS    *    12.8    12.8    12.8    12.8    12.8    12.8    12.8    12.9    -    2.0    12.8    12.8    12.8    12.8    12.8    12.8    12.8    12.8    12.8    12.8    12.8    12.9    12.8    12.8    12.9    12.9    12.9    12.9    12.9    12.9    12.9    12.9    12.9    12.9    12.9    12.9    12.9    12.9    12.1    15.55    16.1    11.722    (45,742)    +    122.1%    12.6    12.9    12.9			Decem	Percent			
Total Assets  \$ 4,170,848  \$ 4,480,952  -  6.9%    Total Loans  2,857,152  3,277,824  -  12.8    Total Deposits  3,268,880  3,536,536  -  7.6    Total Stockholders' Equity  453,408  463,785  -  2.0    RESULTS OF OPERATIONS  *  143,569  \$ 153,346  -  6.4%    Total Other Income  \$ 143,569  \$ 153,346  -  6.4%    Total Other Income  \$ 143,569  \$ 153,346  -  6.4%    Total Other Income  \$ 143,569  \$ 153,346  -  6.4%    Total Other Income  \$ 143,569  \$ 153,346  -  6.4%    Total Other Income  \$ 143,569  \$ 153,346  -  6.4%    Total Other Expenses  11,722  (45,742)  +  125.6    Provision for Loan Lossy available to common stockholders  \$ 0.48  \$ (2.17)  +  122.1%    Net Income (Loss) Per Share (Diluted) available to common stockholders  \$ 0.48  \$ (2.17)  +  122.1%    December 31 Book Value - Common  10.04  0.47  -  <	(Dollars in thousands, except share data)		2010		2009		Change
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	Allowance for Loan Losses as % of Total Loans		2.90		2.81	+	3.2

See Annual Report on Form 10-K for complete consolidated financials.



# TO OUR STOCKHOLDERS:

The results of 2010 are much better than those of 2009 — a \$57 million positive swing in profitability and a \$14 million improvement in earnings in the fourth quarter over those of the same quarter of 2009. Certainly a substantial improvement, but not nearly what we can achieve.

Here are a few comparative highlights: (a more detailed analysis follows in the "The Year in Review," beginning on page 4.) Earnings per share for 2010 were \$0.48 compared with a loss of \$2.17 per share in 2009. The improved results reflected an approximate \$10 million gain achieved when we restructured some of our CPP capital (Government's Capital Purchase Program), improved net investment income, and substantially reduced amounts needed to provide for loan losses, thus indicating an improving trend in the quality of our loans.

Simultaneously, our net interest margin improved 13 basis points to 3.87 percent of earning assets from the previous year. This resulted from additional core deposits, improved funding costs and reduced interest rates in effect in 2010. Equally important, our net interest margin was 5.2 percent better than our banking peers.

Finally, earnings from operations were the highest in our fourth quarter, and it appears that trend is continuing in 2011, barring any unforeseen events this year. That said, 2010 figures are history, and we believe that shareholders want to know more about the outlook for 2011.

#### THE LOOK AHEAD

First, the economy seems to be recovering from the doldrums of the past two years. Second, our two largest



Charles E. Schalliol, Chairman, *(left)* with Michael C. Rechin, President & CEO

markets (Indianapolis, Indiana, and Columbus, Ohio,) are achieving improved results largely because we've hit upon a successful marketing strategy that attracts higher-income, financially sound commercial borrowers. As a result, we are able to channel funds beyond the needs of our mature markets into these growing markets without the usual costs to fund these additional loans. Because these are quality relationships located in markets where we already have staff to administer and service these relationships, our costs relative to them are more economical.

#### **OPTIMAL SIZE**

The costs to a be a public corporation and an FDIC insured bank weigh disproportionately heavily on small bank holding companies, as they have relatively few bank offices to absorb these costs. As a result they have little left over for marketing ventures and improving customer services.

"Marked improvements throughout the Company enabled us to earn demonstrably more in 2010 than in 2009. More important, we are better positioned in all of our markets to drive earnings even higher."

- Michael C. Rechin, President and CE



Consequently, their ability to compete is challenged. Some may become available for mutually beneficial acquisitions that will fit well within our community banking model. With more than \$4 billion in assets we are well positioned to secure additional growth in the marketplace.

Our size (the largest in central Indiana) relative to the national banking giants also plays in our favor: Simply stated, we are more nimble and able to prioritize service.

Our ability to move quickly becomes strategically decisive in delivering customer service. This we think will prove to be the factor that determines future banking prosperity. Size also impacts costs. The smaller banks find their pay structure insufficient to attract outstanding personnel, and the giant national banks have layers of bureaucracy that slow the decision process and make many loans less profitable.

In short we're large enough to outcompete smaller banks when it comes to introducing and delivering new products and services and yet agile enough to outmaneuver the larger banks when it comes to personalized service.

While attractive acquisitions will almost certainly become available in the years ahead, we do not rely on them as the primary driver to boost earnings. Rather, we believe the lion's share of our results will be derived primarily from expanding our core business, which is precisely our focus for the next several years.

Shareholder Relations

A sizable portion of our plan going forward is to make the inherent worth of our bank holding company more readily

visible to the investing community. Given what the near-term future appears to hold, we believe that value investors may well be attracted to our stock as it is presently selling for just under 90 percent of tangible book value.

We plan to utilize our website more effectively and make our investment rationale more transparent to our shareholders.

Further, we recognize the present dividend falls short of what income investors require. We plan to address this as soon as a larger payout becomes assuredly sustainable.

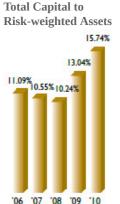
Finally, at the start of 2010, we challenged our associates to deliver the service that would be the envy in all of our markets, streamlined our operations to bring us a unified front throughout our systems and improved our capital structure to enable us to thrive as we embark upon the next phase of our growth plan. We believe we are well on our way.

Sincerely,

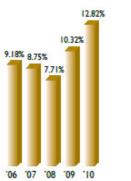
/s/ Michael C. Rechin Michael C. Rechin President and CEO

/s/ Charles E. Schalliol Charles E. Schalliol Chairman of the Board

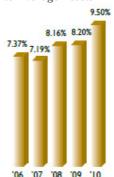
March 21, 2011



Tier 1 Capital to Risk-weighted Assets



Tier 1 Capital to Average Assets



Tangible Capital to Tangible Assets 5.67% 5.72% 5.86% 5.01% 4.54%

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# THE YEAR IN REVIEW

### IMPROVEMENTS IN STOCKHOLDERS' EQUITY

Our efforts during this past year resulted in improved performance throughout the organization. Our primary efforts were to improve our capital structure, specifically the mix of Hybrid Capital and Equity Capital. Here's what we did and why it's important.

In February 2009, we decided to participate in the U.S. Treasury's voluntary Capital Purchase Program (CPP) and received \$116 million in equity capital by issuing 116,000 shares of Preferred Stock and a warrant to purchase additional shares of the company's common stock.

Fast forward to March of 2010. Here we took the initiative and presented the U.S. Treasury with a proposal to exchange \$46.4 million of the Company's cumulative perpetual preferred stock for trust preferred securities. They agreed, and on June 30th we completed the transaction, which resulted in a \$10.1 million gain due to the favorable accounting treatment of the newer securities. This transaction increased the holding company's Tangible Common Equity Ratio nearly 25 basis points.

Second, we raised \$24.15 million in private placement equity by selling 4.2 million common shares to six different institutional investors. All told these activities improved the bank's key capital ratios to even healthier levels and substantially above the "well capitalized" regulatory guidelines.

**Top:** Because of the accelerated growth of their Company, Mr. Patrick James, CEO and David Washburn of Heritage Technologies partnered with First Merchants and secured \$11.5 million in loans to build a 30,000 sq. ft. expansion to add new product lines to their mirconutrient business. **Middle:** Home to Super Bowl 2012, Indianapolis is growing faster than the national average and is one of the Bank's fastest growing markets. **Right:** We grew deposits last year in our Lafayette market, home to the Purdue Research Park where more than 140 companies working in the fields of life sciences, advanced manufacturing and engineering, have originated. First Merchants has developed several banking relationships with companies located at the 725 acre campus just north of Purdue University.



#### A RET URN TO PROFITABILITY

For the year, the Company earned \$0.48 cents per common share from net income totaling \$11.7 million. This compares quite favorably to 2009's results of a loss of \$2.17 per common share and a net loss of \$45.7 million. The \$57 million swing to the positive was driven by prudent management of the loan portfolio which resulted in a dramatic \$75.7 million reduction in the provision for loan losses to \$46.5 million compared with \$122.2 million in 2009. Net interest income after provision for loan losses increased 211% to \$97 million, up from \$31.1 million in 2009. This, along with a reduction in our expenses, proved our resiliency to adapt to what is still a sluggish economy.



Above: Not content to stand pat, the Bank continues to invest in its mature markets. First Merchants is investing nearly \$1 million to upgrade its Madison Street location in Muncie.

Because of a nation-wide consumer focus on reducing debt and much uncertainty in the job market, our total assets were down \$311 million to \$4.17 billion at the end of 2010. We simply did not lend as much money last year as we did in 2009, and total loans, including those held for sale decreased by \$421 million to \$2.86 billion.

However, we did not sit idle. We used the additional liquidity to pay down higher-priced deposit liabilities and advances from the Federal Home Loan Bank. These reductions totaled \$400 million for 2010.

Further, we took the remaining surplus funds and reinvested them in our investment portfolio which now totals \$827 million, an increase of \$264 million during the past year. Its yield is an enviable 4.15% compared with our peer group's average of approximately 3.75%. Management has worked diligently on the portfolio and is pleased with its position over the near term.

THE ONLY CONSTANT IS CHANGE

One of the most important accomplishments last year was the melding of our back-office operations into one common platform that will enable us to move decisively quicker and more profitably when we implement system wide changes in our efforts to better serve our customer. Part of it was necessitated because of the various banking charters that we maintained and part of it was caused by the evolution of banking software. Previously the Company had nine different charters. Now we have one. This has become increasingly important as a direct result of the dramatic changes in the banking industry and the demographic changes of our customers.



In 1990 there were slightly more than 15,000 banks. Today that number is 7,830. This consolidation is expected to accelerate in the next five years with estimates putting the number of banks at 5,000, an additional 33% reduction.

In addition to consolidation, banks today are faced with the online banking explosion of services. Households banking on line grew 170% from 2001 to 2009. Mobile banking software, unheard of a few years ago, is now available for



Above: Columbus, OH: Our custom marketing program, unheard of for a bank our size, is geared toward privately held companies with an emphasis in healthcare. The Bank provided several loans to Drs. Love and Barry that enabled them to greatly expand their dental practice as well as assisted them in restructuring the partnership. While the dental practice had several competitive banking bids to chose from ultimately their access to the Bank's senior management for counsel and service let them choose First Merchants division, Commerce National.

#### 2010 Annual Report 7

just about every smartphone. Generation Y consumers value mobile device capabilities more than the availability of branches and ATMs when choosing a bank. Couple this definite transition from a physical to a virtual distribution of banking services and one can see how a single platform from which new services and features can be implemented immediately delivers a compelling argument for First Merchants. As banking regulations become increasingly onerous for smaller banks, even the higher performing ones will have to consider a merger if they want to serve these changing demographics.

Our back-office operations center is intelligently designed to handle a demonstrably larger asset base than it does currently with no discernible increase in expense.

#### BOAR D OF DIRECTORS CHANGES

We wish to acknowledge the departure of two board members. Thomas Clark has chosen to not stand for reelection after 22 years of faithful and valuable service.

Barry Hudson is leaving us because he has reached the mandatory retirement age for our directors. Barry joined us with the acquisition of First National Bank of Portland in 1999 and has been a banking and community leader in our East Central Indiana markets. Their candor and advice in these trying times were especially valuable, and each will be sorely missed.

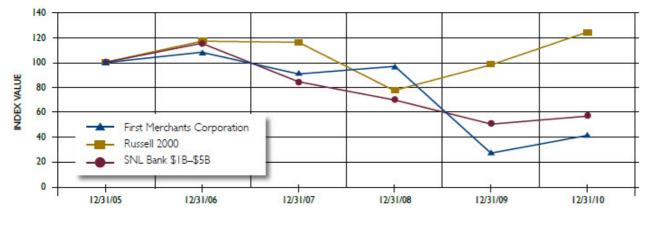
We wish them well in their future endeavors.





# **Total Return Performance**

The following graph compares the cumulative 5-year total return to shareholders on First Merchants Corporation's common stock relative to the cumulative total returns of the Russell 2000 index and the SNL Bank \$1B – \$5B index. The graph assumes that the value of the investment in the Corporation's common stock and in each of the indexes (including reinvestment of dividends) was \$100 on December 31, 2005 and tracks it through December 31, 2010.



Index	Dec. 31, 2005	Dec. 31, 2006	Dec. 31, 2007	Dec. 31, 2008	Dec. 31, 2009	Dec. 31, 2010
First Merchants Corporation	100.00	108.47	90.75	96.23	27.29	40.91
Russell 2000	100.00	118.37	116.51	77.15	98.11	124.46
SNL Bank \$1B-\$5B	100.00	115.72	84.29	69.91	50.11	56.81

The stock price performance included in this graph is not necessarily indicative of future stock price performance.

# 8 First Merchants Corporation

# FIVE-YEAR SUMMARY OF SELECTED FINANCIAL DATA

(Dollars In thousands, except share data)		2010		2009		2008		2007		2006
OPERATIONS <sup>(1)</sup>										
Net Interest Income Fully Taxable Equivalent (FTE) Basis Less Tax Equivalent Adjustment	\$	149,434 5,865	\$	159,068 5,722	\$	133,083 3,699	\$	117,247 4,127	\$	114,076 3,981
Net Interest Income		143,569		153,346		129,384		113,120		110,095
Provision for Loan Losses		46,483		122,176		28,238		8,507		6,258
Net Interest Income After Provision for Loan Losses		97,086		31,170		101,146		104,613		103,837
Total Other Income		48,544		51,201		36,367		40,551		34,613
Total Other Expenses		142,311		151,558		108,792		102,182		96,057
Income (Loss) Before Income Tax Expense (Benefit)		3,319		(69,187)		28,721		42,982		42,393
Income Tax Expense (Benefit)		(3,590)		(28,424)		8,083		11,343		12,195
Net Income (Loss) Gain on Exchange of Preferred Stock to Trust Preferred		6,303		(40,763)		20,638		31,639		30,198
Debt		10,052								
Preferred Stock Dividends and Discount Accretion		(5,239)		(4,979)						
Net Income (Loss) Available to Common Stockholders	\$	11,722	\$	(45,742)	\$	20,638	\$	31,639	\$	30,198
PER SHARE DATA										
Basic Net Income (Loss) Available to Common										
Stockholders	\$	0.48	\$	(2.17)	\$	1.14	\$	1.73	\$	1.64
Diluted Net Income (Loss) Available to Common										
Stockholders		0.48		(2.17)		1.14		1.73		1.64
Cash Dividends Paid - Common		0.04		0.47		0.92		0.92		0.92
December 31 Book Value - Common		15.11		16.55		18.69		18.88		17.75
December 31 Tangible Book Value - Common		9.21		9.25		10.93		11.60		10.52
December 31 Market Value (Bid Price) - Common		8.86		5.94		22.21		27.84		27.19
AVERAGE BALANCES <sup>(2)</sup>	<i>•</i>		<i>•</i>		¢	0.011.100	¢	0.000 ==0	¢	0.054.000
Total Assets	\$	4,271,715	\$	4,674,590	\$	3,811,166	\$	3,639,772	\$	3,371,386
Total Loans <sup>(2)</sup>		3,050,850		3,546,316		3,002,628		2,794,824		2,569,847
Total Deposits Securities Sold Under Repurchase Agreements (long-term		3,337,747		3,603,509		2,902,902		2,752,443		2,568,070
portion)		24,250		24,250		34,250		23,813		224 620
Total Federal Home Loan Bank Advances		107,753		243,105		237,791		259,463		234,629
Total Subordinated Debentures, Revolving Credit Lines and Term Loans		126,650		110,826		107,752		104,680		99,456
				· · · ·						,
Total Stockholders' Equity		470,379		477,148		349,594		330,786		319,519
YEAR-END BALANCES <sup>(1)</sup> Total Assets	\$	4,170,848	¢	4,480,952	\$	4,784,155	¢	3,782,087	\$	3,554,870
Total Loans <sup>(2)</sup>	Ψ	2,857,152	Ψ	3,277,824	Ψ	3,726,247	Ψ	2,880,578	Ψ	2,698,014
Total Deposits		3,268,880		3,536,536		3,718,811		2,884,121		2,750,538
Securities Sold Under Repurchase Agreements (long-term		3,200,000		5,556,556		5,7 10,011		<b>_</b> ,00 .,1 <b>_</b> 1		_,, 00,000
portion)		24,250		24,250		34,250		34,250		
Total Federal Home Loan Bank Advances		82,684		129,749		360,217		294,101		242,408
Total Subordinated Debentures, Revolving Credit Lines		- ,		-, -		,		- , -		,
and Term Loans		226,440		194,790		135,826		115,826		83,956
Total Stockholders' Equity		454,408		463,785		395,903		339,936		327,325
FINANCIAL RATIOS (1)										
Return on Average Assets		0.27%	•	-0.98%		0.54%	D	0.87%	, )	0.90%
Return on Average Stockholders' Equity		2.49		(9.59)		5.90		9.56		9.45
Average Earning Assets to Total Assets <sup>(1)</sup>		90.42		94.74		72.39		90.15		91.15
Allowance for Loan Losses as % of Total Loans		2.90		2.81		1.33		0.98		0.99
Dividend Payout Ratio		8.33		n/m(3)		80.70		53.18		56.10
Average Stockholders' Equity to Average Assets		11.01		10.21		9.17		9.09		9.48
Tax Equivalent Yield on Earning Assets		5.32		5.56		6.44		7.10		6.92
Cost of Supporting Liabilities		1.45		1.82		2.60		3.55		3.21
Net Interest Margin on Earning Assets		3.87		3.74		3.84		3.55		3.71

The following selected data has been taken from the Corporation's consolidated financial statements. Refer to First Merchants Corporations Annual Report on Form 10-K for complete consolidated financials.

<sup>(1)</sup> On December 31, 2008, the Corporation acquired 100 percent of the outstanding stock of Lincoln Bancorp, the holding company of Lincoln Bank; which was located in Plainfield, Indiana. Lincoln Bank was a state chartered bank with branches in central Indiana. Lincoln Bancorp was merged into the Corporation and in 2009, Lincoln Bank was ultimately merged into First Merchants Bank, National Association, a subsidiary of the Corporation. The Corporation issued approximately 3,040,415 shares of its common stock at a cost of \$19.78 per share and approximately \$16.8 million in cash to complete the transaction. As a result of the acquisition, the Corporation has an opportunity to increase its customer base and continue to increase its market share. The purchase had a recorded acquisition price of \$77,290,000, including investments of \$122,093,000; loans of \$628,277,000, premises

and equipment of \$15,624,000; other assets of \$86,091,000; deposits of \$655,370,000; other liabilities of \$136,280,000 and goodwill of \$19,813,000. Additionally, core deposit intangibles totaling \$12,461,000 were recognized and will be amortized over ten years. The combination was accounted for under the purchase method of accounting. All assets and liabilities were recorded at their fair values as of December 3!, 2008. The purchase accounting adjustments are being amortized over the life of the respective asset or liability.

<sup>(2)</sup> Includes loans held for sale.

<sup>(3)</sup> Not meaningful.

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# CONSOLIDATED BALANCE SHEETS

(Dollars In thousands, except share data)	December 31			31,		
		2010		2009		
ASSETS						
Cash and due from banks	\$	50,844	\$	76,801		
Federal funds sold		7,463		102,346		
Cash and cash equivalents		58,307		179,147		
Interest-bearing time deposits		65,216		74,025		
Investment securities available for sale		539,370		413,607		
Investment securities held to maturity (fair value of \$286,270 and \$147,336)		287,427		149,510		
Mortgage loans held for sale		21,469		8,036		
Loans		2,835,683		3,269,788		
Less: Allowance for loan losses		(82,977)		(92,131)		
Net loans		2,752,706		3,177,657		
Premises and equipment		52,450		55,804		
Federal Reserve and Federal Home Loan Bank stock		33,884		38,576		
Interest receivable		18,674		20,818		
Core deposit intangibles		12,662		17,383		
Goodwill		141,357		141,357		
Cash surrender value of life insurance		96,731		94,636		
Other real estate owned		20,927		14,879		
Tax asset, deferred and receivable		45,623		64,394		
Other assets		24,045		31,123		
TOTAL ASSETS	\$	4,170,848	\$	4,480,952		
LIABILITIES						
Deposits:						
Noninterest-bearing	\$	583,696	\$	516,487		
Interest-bearing		2,685,184		3,020,049		
Total deposits		3,268,880		3,536,536		
Borrowings:						
Securities sold under repurchase agreements		109,871		125,687		
Federal Home Loan Bank advances		82,684		129,749		
Subordinated debentures, revolving credit lines and term loans		226,440		194,790		
Total Borrowings		418,995		450,226		
Interest payable		4,262		5,711		
Other liabilities		24,303		24,694		
Total Liabilities		3,716,440		4,017,167		
COMMITMENTS AND CONTINGENT LIABILITIES STOCKHOLDERS' EQUITY						
Preferred Stock, no-par value:						
Authorized - 500,000 shares						
Series A, issued and outstanding - 69,600 and 116,000 shares		67,880		112,373		
Cumulative Preferred Stock, \$1,000 par value, \$1,000 liquidation value:						
Authorized - 600 shares						
Issued and outstanding - 125 shares		125		125		
Common Stock, \$.125 stated value:						
Authorized - 50,000,000 shares						
Issued and outstanding - 25,574,251 and 21,227,741 shares		3,197		2,653		
Additional paid-in capital		232,503		206,600		
Retained earnings		160,860		150,860		
Accumulated other comprehensive loss		(10,157)		(8,826)		
Total Stockholders' Equity		454,408		463,785		
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$	4,170,848	\$	4,480,952		
	<u>.                                    </u>					

See Annual Report on Form 10-K for complete consolidated financials.

# CONSOLIDATED STATEMENTS OF OPERATIONS

(Dellare in the year de avaant share date)		2010	De	cember 31, 2009		2008
(Dollars In thousands, except share data) INTEREST INCOME		2010		2009		2006
Loans receivable:						
Taxable	\$	174,070	\$	205,616	\$	198,385
Tax-exempt	φ	515	φ	1,038	φ	1,013
Investment securities:		515		1,050		1,015
Taxable		12,957		12,335		12,046
Tax-exempt		10,377		9,587		5,855
Federal funds sold		26		118		28
Deposits with financial institutions		381		366		755
Federal Reserve and Federal Home Loan Bank stock		1,252		1,379		1,391
Total Interest Income		199,578		230,439		219,473
		199,570		230,439		219,475
INTEREST EXPENSE		20.070		F0 201		67 501
Deposits Fadaral funda averabased		39,876		58,391		67,581
Federal funds purchased		5		28		1,856
Securities sold under repurchase agreements		1,712		1,997		2,600
Federal Home Loan Bank advances		5,368		9,232		11,168
Subordinated debentures, revolving credit lines and term loans		9,048		7,445		6,884
Total Interest Expense		56,009		77,093		90,089
NET INTEREST INCOME		143,569		153,346		129,384
Provision for loan losses		46,483		122,176		28,238
NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES		97,086		31,170		101,146
OTHER INCOME						
Service charges on deposit accounts		13,283		15,128		13,002
Fiduciary activities		7,692		7,409		8,031
Other customer fees		8,990		7,922		6,776
Commission income		6,225		6,397		5,824
Earnings on cash surrender value of life insurance		2,098		1,614		(267)
Net gains and fees on sales of loans		6,806		6,849		2,490
Net realized gains on sales of available for sale securities		3,406		11,141		599
Other-than-temporary impairment on available for sale securities		<b>(3,049</b> )		(11,134)		(2,682)
Portion of loss recognized in other comprehensive income before taxes		1,505		4,405		
Net impairment losses recognized in earnings		(1,544)		(6,729)		(2,682)
Other income		1,588		1,470		2,594
Total other Income		48,544		51,201		36,367
OTHER EXPENSES				,		<u> </u>
Salaries and employee benefits		73,253		76,325		63,006
Net occupancy		9,935		10,250		7,711
Equipment		7,323		7,595		6,659
Marketing		1,970		2,134		2,311
Outside data processing fees		5,093		6,186		4,087
Printing and office supplies		1,259		1,419		1,214
Core deposit amortization		4,721		5,109		3,216
FDIC assessments		8,121		10,394		857
Other real estate owned and credit related expenses		12,436		9,823		2,785
Other expenses		18,200		22,323		16,946
Total other Expenses		142,311		151,558		108,792
INCOME (LOSS) BEFORE INCOME TAX		3,319		(69, 187)		28,721
Income tax expense (benefit)		(3,590)		(28,424)		8,083
NET INCOME (LOSS)		6,909		(40,763)		20,638
Gain on exchange of preferred stock for trust preferred debt		10,052		(40,703)		20,030
Preferred stock dividends and discount accretion		(5,239)		(4,979)		
	<u></u>		¢		¢	20 620
NET INCOME (LOSS) AVAILABLE TO COMMON STOCKHOLDERS	\$	11,722	\$	(45,742)	\$	20,638
NET INCOME (LOSS) AVAILABLE TO COMMON STOCKHOLDERS PER SHARE:	¢	A 40	¢		¢	1 1 4
Basic Diluted	\$ \$	0.48 0.48	\$ \$	(2.17) (2.17)		1.14 1.14
שוווכת	Φ	<b>U.4</b> ð	Φ	(2.17)	Φ	1.14

See Annual Report on Form -K for complete consolidated financials.

# CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

		De	cember 31,	
(Dollars In thousands, except share data)	2010		2009	2008
Net income (loss)	\$ 6,909	\$	(40,763) \$	20,638
Other comprehensive income (loss), net of tax:				
Unrealized holding gain (loss) on securities available for sale arising during the period, net of tax				
of \$106, (\$5,587) and \$1,356	(197)		!0,376	(2,5!8)
Unrealized gain (loss) on securities available for sale for which a portion of an other-than-				
temporary impairment has been recognized in income, net of tax of \$539, \$1,333 and \$0	(1,001)		(2,476)	
Unrealized gains (losses) on cash flow hedges:				
Unrealized gains (losses) arising during the period, net of tax of (\$155), \$622 and (\$1)	288		(933)	2
Reclassification adjustment for gains (losses) included in net income net of tax of \$652, \$1,544				
and (\$833)	(1,210)		(2,868)	!,250
Defined Benefit Pension Plans, net of tax of (\$526), (\$1,826) and \$7,689				
Net Gain Arising During Period	156		3,043	(!!,5!8)
Prior Service Cost Arising During Period	583		(326)	
Amortization of Prior Service Cost	 50		22	(!5)
	 (1,331)		6,838	(!2,799)
Comprehensive income (loss)	\$ 5,578	\$	(33,925) \$	7,839

The following table represents the components of accumulated other comprehensive income:

	Decem	ber 3	31,
(Dollars In thousands)	2010		2009
Net unrealized gain (loss) on securities available for sale	\$ 2,767	\$	6,650
Net unrealized loss on securities available for sale for which a portion of an other-than-temporary			
impairment has been recognized in income	(1,001)		(2,476)
Net realized gain on cash flow hedges	288		
Defined Benefit Plans	 (12,211)		(!3,000)
	\$ (10,157)	\$	(8,826)

See Annual Report on Form 10-K for complete consolidated financials.

	Prefe	erred	
(Dollars In thousands, except share data)	Shares		Amount
BALANCES, DECEMBER 31, 2007			
Net Income for 2008			
Cash Dividends (\$.92 per Share)			
Effects of changing the pension plan measurement date pursuant to FASB No. 158			
Service Cost, interest cost and expected rate of return on plan assets for October 1 - December 31, 2009, net of tax			
Amortization of prior service costs for October 1 - December 31, 2007, net of tax			
Cumulative preferred stock issued	125	\$	125
Other Comprehensive Income (Loss), Net of Tax			
Tax Benefit from Stock Options Exercised			
Share-based Compensation			
Stock Issued Under Employee Benefit Plans			
Stock Issued Under Dividend Reinvestment and Stock Purchase Plan			
Stock Options Exercised			
Stock Redeemed			
Issuance of Stock Related to Acquisitions			
BALANCES, DECEMBER 31, 2008	125	\$	125
Net Loss for 2009	120	Ψ	120
Cash Dividends on Common Stock (\$.47 per Share)			
Cash Dividends on Preferred Stock under Capital Purchase Program			
Warrants issued under Capital Purchase Program			
Accretion of Discount on Preferred Stock			619
Preferred Stock issued under Capital Purchase Program	116,000		111,754
Other Comprehensive Income, Net of Tax	110,000		111,734
Tax Benefit from Stock Options Exercised			
Share-based Compensation			
Stock Issued Under Employee Benefit Plans			
Stock Issued Under Dividend Reinvestment and Stock Purchase Plan			
Stock Options Exercised			
Stock Redeemed			
Adjustment to issuance of stock related to acquisition			
	110 105	¢	112 400
BALANCES, DECEMBER 31, 2009	116,125	\$	112,498
Comprehensive Income			
Net Income			
Other Comprehensive Income, Net of Tax			
Cash Dividends on Common Stock (\$.04 per Share)			
Cash Dividends on Preferred Stock under Capital Purchase Program	(10,100)		
Cumulative Preferred Stock Converted to Trust Preferred Securities	(46,400)		(45,099)
Accretion of Discount on Preferred Stock			606
Private Stock Issuance			
Tax Benefit (Loss) from Stock Options Exercised			
Share-based Compensation			
Stock Issued Under Employee Benefit Plans			
Stock Issued Under Dividend Reinvestment and Stock Purchase Plan			
Stock Redeemed			
BALANCES, DECEMBER 31, 2010	69,725	\$	68,005
See Annual Report on Form 10-K for complete consolidated financials.			

Common Stock

Shares	Amount		Additional Paid in Capital		Retained Earnings	0	Accumulated ther Comprehensive Income (Loss)		Total
18,002,787 \$	2,250	\$	-	\$	Ų	\$		¢	
18,002,787 \$	2,250	Э	137,801	Э	202,750 20,638	Э	(2,865)	Э	339,936 20,638
					(16,775)				(16,775
					(10,773)				(10,775)
					(53)				(53)
					(55)				125
							(12,799)		(12,799)
			156				(12,755)		(12,755) I56
225	1		1,897						1,898
50,II9	6		767						773
44,554	6		1,015						1,021
122,890	15		1,618						1,633
(134,169)	(17)		(2,171)						(2,188)
3,091,717	386		61,216						61,602
21,178,123 \$	2,647	\$	202,299	\$	206,496	\$	(15,664)	\$	395,903
					(40,763)				(40,763)
					(9,985)				(9,985
					(4,269)				(4,269)
			4,245						4,245
					(619)				_
									111,754
							6,838		6,838
			60						60
50,564	6		2,288						2,294
122,572	I6		809						825
65,015	8		519						527
(14,059)	(2)		(191)						(193)
(174,474)	(22)		(3,429)						(3,451)
21,227,741 \$	2,653	\$	206,600	\$	150,860	\$	(8,826)	\$	463,785
					6,909				6,909
							(1,331)		(1,331)
					(989)				(989)
					(5,366)				(5,366)
					10,052				(35,047)
					(606)				—
4,200,000	525		23,625						24,150
			(50)						(50)
49,833	6		1,744						1,750
97,966	I2		570						582
11,545	2		89						91
(12,834)	(1)	<i>.</i>	(75)	<i>•</i>		<i>~</i>	// a + = = =	<i>ф</i>	(76)
25,574,251 \$	3,197	\$	232,503	\$	160,860	\$	(10,157)	\$	454,408

# CONSOLIDATED STATEMENTS OF CASH FLOWS

(Dollars In thousands)		2010	Dec	ember 31, 2009		2008
Cash Flow From Operating Activities:		2010		2005		2000
Net income (loss)	\$	6,909	\$	(40,763)	\$	20,638
Adjustments to reconcile net income (loss) to net cash provided by operating activities:	Ŷ	0,000	Ŷ	(10,700)	Ŷ	20,000
Provision for loan losses		46,483		122,176		28,238
Depreciation and amortization		5,702		5,962		4,613
Change in deferred taxes		(1,810)		(10,858)		(8,666)
Share-based compensation		1,750		2,294		1,898
Tax expense (benefit) from stock options exercised		50		(60)		(156)
Mortgage loans originated for sale		(254,712)		(305,778)		(102,591)
Proceeds from sales of mortgage loans		241,279		302,037		104,250
Gains on sales of securities available for sale		(3,406)		(11,141)		(599)
Recognized loss on other-than-temporary-impairment		1,544		6,729		2,682
Change in interest receivable		2,144		3,158		2,858
Change in interest payable		(1,449)		(3,133)		(1,217)
Pension adjustment for measurement date change						(117)
Other adjustments		36,567		(53,013)		(12,818)
Net cash provided by operating activities	\$	81,051	\$	17,610	\$	39,013
Cash Flows from Investing Activities:						
Net change in interest-bearing deposits	\$	8,809	\$	(35,202)	\$	10,716
Purchases of:						
Securities available for sale		(311,465)		(385,697)		(100,988)
Securities held to maturity		(180,311)		(165,844)		(29,058)
Proceeds from sales of securities available for sale		117,804		309,246		60,335
Proceeds from maturities of		05 000		404005		120.025
Securities available for sale		65,688		134,337		139,825
Securities held to maturity		40,825		38,568		17,042
Proceeds from sales of mortgages		4 600		33,452		(261)
Change in Federal Reserve and Federal Home Loan Bank stock Purchase of bank owned life insurance		4,692		(4,257)		(261)
Net cash paid in acquisitions						(706) 6,934
Net clash paid in acquisitions		345,518		296,416		(250,621)
Proceeds from the sale of other real estate owned		20,641		39,595		10,775
Other adjustments		(2,348)		(2,125)		(4,181)
Net cash provided by (used in) investing activities	\$	109,853	\$	258,489	\$	(140,188)
Cash Flows from Financing Activities:	Ψ	100,000	Ψ	200,100	Ψ	(110,100)
Net change in :						
Demand and savings deposits	\$	84,993	\$	184,228	\$	74,992
Certificates of deposit and other time deposits	-	(352,649)	-	(366,503)	-	144,328
Borrowings		2,382		126,587		961,074
Repayment of borrowings		(65,247)		(294,715)		(1,048,161)
Cash dividends on common stock		(989)		(9,985)		(16,775)
Cash dividends on preferred stock		(4,931)		(4,269)		
Stock issued in private equity placement		24,150				
Stock issued under employee benefit plans		582		825		773
Stock issued under dividend reinvestment and stock purchase plans		91		527		1,021
Stock options exercised						1,633
Cumulative preferred stock issued				116,000		125
Tax (expense) benefit from stock options exercised		(50)		60		156
Stock redeemed		(76)		(193)		(2,188)
Net cash provided by (used in) financing activities	\$	(311,744)	\$	(247,438)	\$	116,978
Net Change in Cash and Cash Equivalents		(120,840)		28,661		15,803
Cash and Cash Equivalents, January 1		179,147		150,486		134,683
Cash and Cash Equivalents, December 31	\$	58,307	\$	179,147	\$	150,486
Additional cash flows information:						
Interest paid	\$	57,458	\$	80,226	\$	89,570
Income tax paid (refunded)		(17,674)		3,184		18,393
Exchange of preferred stock for trust preferred debt		46,400				
Loans transferred to other real estate owned		32,950		42,708		24,647

See Annual Report on Form 10-K for complete consolidated financials.

#### LOCATIONS

INDIANA ADAMS COUNTY

Decatur Downtown 103 East Monroe Street Decatur, IN 46733 (260) 724-2157

Decatur Main 520 North 13th Street Decatur, IN 46733 (260) 724-2157

Decatur ATM Adams County Memorial Hospital 1100 Mercer Avenue Decatur, IN 46733

Woodcrest 1300 Mercer Avenue Decatur, IN 46733 (260) 724-2157

# **BROWN COUNTY**

Nashville 189 Commercial Drive Nashville, IN 47448 (812) 988-1200

# CARROLL COUNTY

Flora 805 East Columbia Street Flora, IN 46929 (574) 967-4318

# CLINTON COUNTY

Frankfort 1900 East Wabash Street Frankfort, IN 46041 (765) 654-8742

Frankfort Downtown 60 South Main Street Frankfort, IN 46041 (765) 654-8533

#### DELAWARE COUNTY

Albany 937 West Walnut Street Albany, IN 47320 (765) 789-4426 Daleville 14500 West Davis Drive Daleville, IN 47334 ( 765) 378-7077

Daleville ATM 9301 South Innovation Drive Daleville, IN 47334

East Jackson 101 South Country Club Road Muncie, IN 47303 ( 76 5) 747-1332

Eaton 107 East Harris Street Eaton, IN 47338 (765) 396-3311

Eaton ATM Marathon VP 170 00 North State Road 3 Eaton, IN 47338

Madison 2101 South Madison Street Muncie, IN 47302 ( 76 5) 747-15 41

Muncie Main 200 East Jackson Street Muncie, IN 47305 ( 76 5) 747-150 0

Northwest 1628 West McGalliard Road Muncie, IN 47304 (765) 747-1552

Southway 3700 South Madison Street Muncie, IN 47302 ( 76 5) 747-1574

Tillotson 801 South Tillotson Avenue Muncie, IN 47304 ( 76 5) 747-1335

Village 1701 West University Avenue Muncie, IN 47303 (765) 747-1592

#### Westminster Village

5801 West Bethel Avenue Muncie, IN 47304 (765) 378-8760

Yorktown 1501 North Nebo Road Muncie, IN 47304 (765) 747-4910

First Merchants Insurance Group 302 East Jackson Street Muncie, IN 47307 (765) 213-3400

# FAYETTE COUNTY

Connersville 9th Street 832 North Central Avenue Connersville, IN 47331 (765) 827-0811

Connersville North 3030 Western Avenue Connersville, IN 47331 (765) 827-9846

#### HAMILTON COUNTY

Carmel One East Carmel Drive Suite 100 Carmel, IN 46032 (317) 844-5675

Fishers 12514 East 116th Street Fishers, IN 46037 (317) 913-9020

Indianapolis 10333 North Meridian Street Suite 350 Indianapolis, IN 46290 (317) 844-2980

Noblesville 17833 Foundation Drive Noblesville, IN 46060 (317) 770-7570

Westfield 3002 State Road 32 East Westfield, IN 46074 (317) 867-5488

#### HENDRICKS COUNTY

Avon 7648 East U.S. Highway 36 Avon, IN 46123 (317) 272-0467

Brownsburg 975 East Main Street Brownsburg, IN 46112 (317) 852-3134

Plainfield 1121 East Main Street Plainfield, IN 46168 (317) 837-3640

# HENRY COUNTY

Middletown 790 West Mill Street Middletown, IN 47356 (765) 354-2291

Mooreland 1 10 South Broad Street Mooreland, IN 47360 (765) 766-5375

Sulphur Springs 105 East Main Street Sulphur Springs, IN 47388 (765) 533-4171

## HOWARD COUNTY

Kokomo 1306 East Gano Street Kokomo, IN 46901 ( 765) 236 -0730

### JAPSER COUNTY

Demotte 437 North Halleck Street Demotte, IN 46310 (219) 987-5812

Remington 101 East Division Street Remington, IN 47977 (219) 261-2161

Rensselaer 200 West Washington Street Rensselaer, IN 47978 (219) 866-7121



### Rensselaer ATM

St. Joseph College Halleck Center 910 West Schaefer Circle Rensselaer, IN 47978

# JAY COUNTY

Portland Main 112 West Main Street Portland, IN 47371 (260) 726-7158

Portland Supercenter 218 West Lincoln Street Portland, IN 47371 (260) 726-7158

### JOHNSON COUNTY

Franklin 2259 North Morton Street Franklin, IN 46131 (317) 346-7474

Emerson 1250 North Emerson Avenue Greenwood, IN 46143 (317) 881-1414

Greenwood Mall 1275 U.S. Highway 31 North Greenwood, IN 46142 (317) 884-1045

Greenwood - State Road 135 996 South State Road 135 Greenwood, IN 46143 (317) 882-4790

Worthsville Road 18 Providence Drive Greenwood, IN 46143 (317) 883-3559

#### Trafalgar 110 North State Road 135 Trafalgar, IN 46181

(317) 878-4111 Treybourne 648 Treybourne Driv

Greenwood, IN 46142 (317) 883-8811

# MADISON COUNTY

Anderson Main 33 West 10th Street Anderson, IN 46016 (765) 622-9773

University 1933 University Blvd. Anderson, IN 46012 (765) 640-4973

53rd Street 1526 East 53rd Street Anderson, IN 46013 (765) 648-4950

Nichol 2825 Nichol Avenue Hartman 416 East Hartman Road Anderson, IN 46012 (765) 608-3336

Heritage 3055 U.S. Highway 36 West\ Pendleton, IN 46064 (765) 778-9793

Ingalls ATM 227 North Swain Street Ingalls, IN 46048

Lapel 1011 North Main Street Lapel, IN 46051 (765) 534-3181

Pendleton 100 East State Street Pendleton, IN 46064 (765) 778-2132

First Merchants Insurance Group 915 Jackson Street Anderson, IN 46016 (765)644-7818

First Merchants Insurance Group 117 North Pendleton Avenue Pendleton, IN 46064 (765) 778-2525

### MIAMI COUNTY

Maconaquah 990 West Main Street Peru, IN 46970 (765) 472-4363

Miami 855 North Broadway Peru, IN 46970 (765) 472-0253

Montgomery Office Crawfordsville 134 South Washington Street Crawfordsville, IN 47933 (765) 362-0200

# MORGAN COUNTY

Mooresville 1010 North Old State Road 67 Mooresville, IN 46158 (317) 834-4100

Morgantown 180 West Washington Street Morgantown, IN 46160 (812) 597-4425

# RANDOLPH COUNTY Union City

450 West Chestnut Street Union City, IN 47390 (765) 964-3702

Winchester 122 West Washington Street Winchester, IN 47394 (765) 584-2501 First Merchants Insurance Group 107 South Main Street Winchester, IN 47394 (765) 584-1121

# TIPPECANOE COUNTY

26 East 3901 State Road 26 East Lafayette, IN 47905 (765) 423-7167

Attica ATM Super test 301 South Brady Street Attica, IN 47918

Elston 2862 U.S. Highway 231 South Lafayette, IN 47909 (765) 423-7166

Lafayette Station 2504 Teal Road Lafayette, IN 47905 (765) 423-7164

Lafayette Main 250 Main Street Lafayette, IN 47901 (765) 423-7100

#### Lafayette - 350 South ATM

Super test 1803 East 350 South Lafayette, IN 47909

Lafayette ATM Super test 1309 Sagamore Parkway South Lafayette, IN 47905

Market Square 2200 Elmwood Avenue Lafayette, IN 47904 (765) 423-7163

Purdue ATM Purdue University Memorial Union 101 North Grant Street West Lafayette, IN 47906

Tippecanoe Court 2513 Maple Point Drive Lafayette, IN 47905 (765) 423-3821

Valley Lakes 1803 East 350 South Lafayette, IN 47909 (765) 423-3841

West Lafayette 2329 North Salisbury Street West Lafayette, IN 47906 (765) 423-7162

West Lafayette ATM JB Battlefield 5851 State Road 43 North West Lafayette, IN 47906

### WABASH COUNTY

Chippewa 1250 North Cass Street Wabash, IN 46992 (260) 563-4116

Meshingomesia 901 State Road 114 West North Manchester, IN 46962 (260) 982-7504

Wabash Downtown 189 West Market Street Wabash, IN 46992 (260) 563-4116

#### WAYNE COUNTY

Richmond - Chester Blvd 2206 Chester Blvd. Richmond, IN 47374 (765) 935-4505

Richmond - Glen Miller 1 Glen Miller Parkway Richmond, IN 47374 (765) 962-8150

# WHITE COUNTY

Brookston 103 North Prairie Street Brookston, IN 47923 (765) 563-6400

Monticello Main 116 East Washington Street Monticello, IN 47960 (574) 583-4666

Monticello WalMart 1088 West Broadway Street Monticello, IN 47960 (574) 583-3078

Reynolds 105 East 2nd Street Reynolds, IN 47980 (219) 984-5471

OHIO BUTLER COUNTY

Oxford 4 North College Avenue Oxford, OH 45056 (513) 524-8301

# FRANKLIN COUNTY

Columbus Main 3650 Olentangy River Road Suite 100 Columbus, OH 43214 (614) 583-2200

HAMILTON COUNTY Cincinnati 8170 Corporate Park Drive Suite 240 Cincinnati, OH 45242 Anderson, IN 46011 (765)640-4981

# Anderson ATM

Anderson University 1100 East 5th Street Anderson, IN 46012 First Merchants Insurance Group 207 North Columbia Union City, IN 47390 (765) 964-3116

# UNION COUNTY

Liberty 107 West Union Street Liberty, IN 47353 (765) 458-5131

#### BOARD OF DIRECTORS AND EXECUTIVE OFFICERS

BOARD Charles E. Schalliol *Chairman* Baker and Daniels LLP Of Counsel

**Michael C. Rechin** First Merchants Corporation President and Chief Executive Officer

Thomas B. Clark Jarden Corporation Chairman of the Board, President and Chief Executive Officer (*retired*)

Jerry R. Engle First Merchants Bank, N.A. Senior Vice President and Community Leader

**Roderick English** The James Monroe Group, LLC President and Chief Executive Officer

**Dr. Jo Ann M. Gora** Ball State University President

William L. Hoy Columbus Sign Company Chief Executive Officer and Co-Owner

**Barry J. Hudson** First National Bank of Portland Chairman of the Board *(retired)* 

Patrick A. Sherman Sherman & Armbruster, LLP Partner and CPA **Terry L. Walker** Muncie Power Products, Inc. Chairman of the Board and Chief Executive Officer

Jean L. Wojtowicz Cambridge Capital Management Corporation President and Chief Executive Officer

# MANAGEMENT

Michael C. Rechin President and Chief Executive Officer

**Mark K. Hardwick** Executive Vice President and Chief Financial Officer

Michael J. Stewart Executive Vice President and Chief Banking Officer

Jami L. Bradshaw Senior Vice President and Chief Accounting Officer

**Robert R. Connors** Senior Vice President, Operations and Technology

**Kimberly J. Ellington** Senior Vice President and Director of Human Resources

**Jeffrey B. Lorentson** Senior Vice President and Chief Risk Officer

**John J. Martin** Senior Vice President and Chief Credit Officer

### CORPORATE INFORMATION

Corporate Headquarters 200 East Jackson Street P. O. Box 792 Muncie, IN 47305-2814 (765) 747-1500

Ticker Symbol NASDAQ: FRME

Transfer Agent and Registrar American Stock Transfer & Trust Co. 6201 15th Ave Brooklyn, NY 11219 (800) 937-5449

Form 10-K and Proxy Statement A copy of the company's Form 10-K and Proxy Statement will be sent to shareholders upon written request to Mark K. Hardwick, Executive Vice President and Chief Financial Officer

Website <u>www.firstmerchants.com</u>

Investor Relations Contact David L. Ortega (765) 378-8937 or (800) 262-4261, Ext. 28937 <u>dortega@firstmerchants.com</u>

Independent Registered Public Accounting Firm BKD, LLP Indianapolis, IN

Annual Meeting Tuesday, May 3, 2011 at the Horizon Convention Center, 401 South High Street, Muncie, IN 47305 at 3:30 p.m., local time.

Summary Annual Report This report is in a summary format. It is intended to present 2010 results in a simple, readable style. The more detailed operational and financial material is part of the Annual Report on Form 10-K.

# OUR VISION

A community bank focused on building deep, lifelong client relationships and providing maximum shareholder value. We provide an experience where customers can bank with their neighbors, realizing that our business begins and ends with people.

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