



COPY

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

I, Michael C. Rechin

Name of the Holding Company Director and Official

President & CEO

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Holding Company Director and Official

March 28, 2016

Date of Signature

For holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID 1208559

C.I. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2015

Month / Day / Year

TZTBT00TGO2FEK0XMY04

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

First Merchants Corporation

Legal Title of Holding Company

200 East Jackson Street

(Mailing Address of the Holding Company) Street / P.O. Box

Muncie

IN

47305

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jennifer Mainord

Director Financial Planning

Name

Title

765-747-1378

Area Code / Phone Number / Extension

765-747-1447

Area Code / FAX Number

jmainord@firstmerchants.com

E-mail Address

www.firstmerchants.com

Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

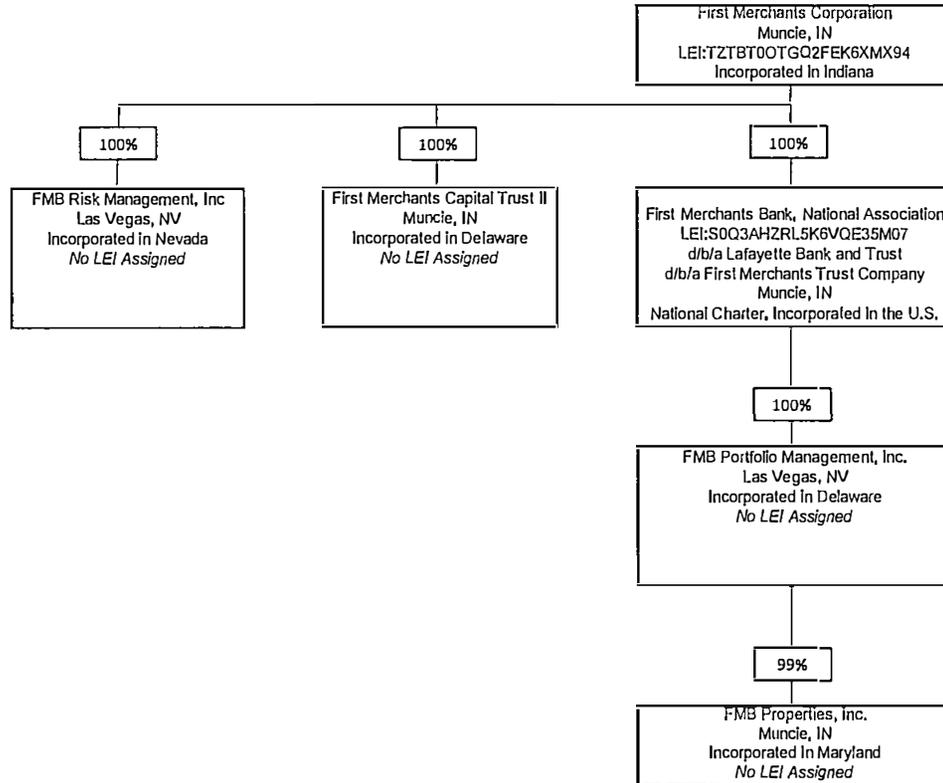
FR Y-6

First Merchants Corporation
 Muncie, Indiana
 Fiscal Year Ending December 31, 2015

Report Item 1: Form 10-K Filed with the Securities and Exchange Commission.

The bank holding company prepares an annual report 10-K that is filed with the SEC. First Merchants Corporation's 2015 Form 10-K is attached.

Report Item 2: Organization Chart



Report Item 2b: Domestic branch listing provided to the Federal Reserve Bank.

Results: A list of branches for your holding company: **FIRST MERCHANTS CORPORATION (1208559) of MUNCIE, IN.**
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the action(s) specified below.
2. If required, enter the date in the **Effective Date** column.

Actions

- OK:** If the branch information is correct, enter 'OK' in the **Data Action** column.
- Change:** If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.
- Close:** If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.
- Delete:** If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.
- Add:** If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.
 If you are e-mailing this to your FRB contact, put your Institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of **Change, Close, Delete, or Add.**
 The FR Y-10 report may be submitted in a hard-copy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FOIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Date Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDICUNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	17147	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	200 EAST JACKSON STREET	MUNCIE	IN	47305	DELAWARE	UNITED STATES	2871	0	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4152859	HEGEWISCH/CHICAGO BRANCH	13323 SOUTH BALTIMORE AVENUE	CHICAGO	IL	60633	COOK	UNITED STATES	264456	116	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4152831	DARIEN BRANCH	8301 SOUTH CASS AVENUE	DARIEN	IL	60561	DUPAGE	UNITED STATES	432833	122	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	909578	FLOSSMOOR BRANCH	3301 VOLLMER RD	FLOSSMOOR	IL	60422	COOK	UNITED STATES	40822	115	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4153221	HARVEY BRANCH	135 EAST 154TH STREET	HARVEY	IL	60426	COOK	UNITED STATES	264455	114	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4152822	PALOS HEIGHTS BRANCH	7101 WEST 1 7TH STREET	PALOS HEIGHTS	IL	60463	COOK	UNITED STATES	264458	118	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4153249	SOUTH HOLLAND BRANCH	601 EAST 162ND STREET	SOUTH HOLLAND	IL	60473	COOK	UNITED STATES	264457	117	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4153070	SOUTH HOLLAND DRIVE-UP CENTER	425 EAST 170TH STREET	SOUTH HOLLAND	IL	60473	COOK	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4153146	TINLEY PARK BRANCH	7231 171ST STREET	TINLEY PARK	IL	60477	COOK	UNITED STATES	518087	124	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2161101	WILLOWBROOK BRANCH	7229 KINGERY HIGHWAY	WILLOWBROOK	IL	60527	DUPAGE	UNITED STATES	366258	120	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2072542	ALBANY BRANCH	937 WEST WALNUT STREET	ALBANY	IN	47320	DELAWARE	UNITED STATES	203483	11	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3493283	ALEXANDRIA OFFICE	1202 NORTH PARK AVENUE	ALEXANDRIA	IN	46001	MADISON	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3761610	53RD STREET BRANCH	1526 EAST 53RD STREET	ANDERSON	IN	46013	MADISON	UNITED STATES	290274	82	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	1009541	ANDERSON DOWNTOWN BRANCH	33 WEST 10TH STREET	ANDERSON	IN	46016	MADISON	UNITED STATES	5120	78	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4581918	SCATTERFIELD BRANCH	1801 NORTH SCATTERFIELD ROAD	ANDERSON	IN	46012	MADISON	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3283774	AVON BRANCH	7648 EAST US HIGHWAY 36	AVON	IN	46123	HENDRICKS	UNITED STATES	362975	87	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2158606	BROOKSTON BRANCH	103 NORTH PRAIRIE STREET	BROOKSTON	IN	47923	WHITE	UNITED STATES	270201	63	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2132222	BROWNSBURG BRANCH	975 EAST MAIN STREET	BROWNSBURG	IN	46112	HENDRICKS	UNITED STATES	269416	86	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3401420	CARMEL BRANCH	ONE EAST CARMEL DRIVE	CARMEL	IN	46032	HAMILTON	UNITED STATES	203494	23	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4716925	MICHIGAN ROAD BRANCH	10210 NORTH MICHIGAN ROAD	CARMEL	IN	46032	HAMILTON	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2423256	CICERO OFFICE	1100 SOUTH PERU STREET	CICERO	IN	46034	HAMILTON	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2418476	CONNERSVILLE 9TH STREET BRANCH	832 CENTRAL AVENUE	CONNERSVILLE	IN	47331	FAYETTE	UNITED STATES	203421	44	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2132231	CRAWFORDSVILLE BRANCH	134 SOUTH WASHINGTON STREET	CRAWFORDSVILLE	IN	47933	MONTGOMERY	UNITED STATES	269414	76	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4463902	CROWN POINT BRANCH	155 NORTH MAIN STREET	CROWN POINT	IN	46307	LAKE	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2418645	DALEVILLE BRANCH	14500 WEST DAVIS DRIVE	DALEVILLE	IN	47334	DELAWARE	UNITED STATES	203487	16	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	569945	DECATUR MAIN BRANCH	520 NORTH 13TH STREET	DECATUR	IN	46733	ADAMS	UNITED STATES	13467	37	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2227294	WOODCREST BRANCH	1300 MERCER AVENUE	DECATUR	IN	46733	ADAMS	UNITED STATES	249186	39	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2073222	DEMOTTE BRANCH	437 NORTH HALLECK	DEMOTTE	IN	46310	JASPER	UNITED STATES	232216	69	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4153191	DYER BRANCH	1100 JOULET STREET	DYER	IN	46311	LAKE	UNITED STATES	432374	121	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service	2041267	EAST CHICAGO BRANCH	4740 INDIANAPOLIS BOULEVARD	EAST CHICAGO	IN	46312	LAKE	UNITED STATES	42089	109	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4153212	EAST CHICAGO HARBOR BRANCH	2121 EAST COLUMBUS DR	EAST CHICAGO	IN	46312	LAKE	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2072506	EATON BRANCH	107 EAST HARRIS STREET	EATON	IN	47338	DELAWARE	UNITED STATES	203475	3	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3401457	FISHERS BRANCH	12514 EAST 116TH STREET	FISHERS	IN	46037	HAMILTON	UNITED STATES	362779	26	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3493304	REYNOLDS DRIVE BRANCH	12514 REYNOLDS DRIVE	FISHERS	IN	46038	HAMILTON	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3494477	FLORA BRANCH	805 EAST COLUMBIA STREET	FLORA	IN	46929	CARROLL	UNITED STATES	362765	73	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	295972	FRANKFORT DOWNTOWN BRANCH	60 SOUTH MAIN STREET	FRANKFORT	IN	46010	CLINTON	UNITED STATES	42406	77	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3284061	FRANKLIN BRANCH	2259 NORTH MORTON	FRANKLIN	IN	46131	JOHNSON	UNITED STATES	365889	94	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3764013	GREENWOOD EMERSON BRANCH	1250 NORTH EMERSON AVENUE	GREENWOOD	IN	46143	JOHNSON	UNITED STATES	463208	96	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3763986	GREENWOOD MALL US 31 BRANCH	1275 US HWY 31	GREENWOOD	IN	46142	JOHNSON	UNITED STATES	220776	91	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3284034	GREENWOOD SR 135 BRANCH	901 SOUTH STATE ROAD 135	GREENWOOD	IN	46143	JOHNSON	UNITED STATES	220777	92	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4153230	HAMMOND BRANCH	5311 SOUTH HOHMAN AVENUE	HAMMOND	IN	46320	LAKE	UNITED STATES	274818	111	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4152804	HIGHLAND BRANCH	3853 45TH STREET	HIGHLAND	IN	46322	LAKE	UNITED STATES	274822	113	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3761991	INDY MERIDIAN PLAZA BRANCH	10333 NORTH MERIDIAN STREET	INDIANAPOLIS	IN	46290	HAMILTON	UNITED STATES	470502	55	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2103651	26 EAST BRANCH	3901 SOUTH STREET	LAFAYETTE	IN	47905	TIPPECANOE	UNITED STATES	238239	62	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2073941	ELSTON BRANCH	2862 US 231 SOUTH AND BECK LANE	LAFAYETTE	IN	47905	TIPPECANOE	UNITED STATES	238237	61	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	308649	LAFAYETTE DOWNTOWN BRANCH	250 MAIN STREET	LAFAYETTE	IN	47901	TIPPECANOE	UNITED STATES	10667	57	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2083472	LAFAYETTE STATION BRANCH	2504 TEAL ROAD	LAFAYETTE	IN	47905	TIPPECANOE	UNITED STATES	238235	59	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2082448	MARKET SQUARE BRANCH	2200 ELMWOOD AVENUE	LAFAYETTE	IN	47904	TIPPECANOE	UNITED STATES	238234	58	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2403007	TIPPECANOE COURT BRANCH	2513 MAPLE POINT DRIVE	LAFAYETTE	IN	47905	TIPPECANOE	UNITED STATES	238240	65	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3494486	VALLEY LAKES BRANCH	1803 E VETERANS MEMORIAL PKWY S, STE 1	LAFAYETTE	IN	47909	TIPPECANOE	UNITED STATES	238242	67	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	115548	LAPEL BRANCH	1011 MAIN STREET	LAPEL	IN	46051	MADISON	UNITED STATES	8889	79	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	406349	LIBERTY BRANCH	107 WEST UNION STREET	LIBERTY	IN	47353	UNION	UNITED STATES	2861	43	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4152840	HARRISON STREET BRANCH	6101 HARRISON STREET	MERRILLVILLE	IN	46410	LAKE	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	966946	MIDDLETOWN BRANCH	790 WEST MILL STREET	MIDDLETOWN	IN	47356	HENRY	UNITED STATES	160	27	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	14548	MONTICELLO BRANCH	116 EAST WASHINGTON STREET	MONTICELLO	IN	47960	WHITE	UNITED STATES	10919	66	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2946951	MONTICELLO WAL-MART BRANCH	1088 WEST BROADWAY STREET	MONTICELLO	IN	47960	WHITE	UNITED STATES	238243	71	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	937544	MOORELAND BRANCH	110 BROAD STREET	MOORELAND	IN	47360	HENRY	UNITED STATES	161	28	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3764004	MOORESVILLE BRANCH	1010 NORTH SAMUEL MOORE PARKWAY	MOORESVILLE	IN	46158	MORGAN	UNITED STATES	469181	97	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	939641	MORGANTOWN BRANCH	180 WEST WASHINGTON STREET	MORGANTOWN	IN	46160	MORGAN	UNITED STATES	6172	89	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2099026	EAST JACKSON BRANCH	101 SOUTH COUNTRY CLUB ROAD	MUNCIE	IN	47303	DELAWARE	UNITED STATES	203473	1	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2099709	MADISON BRANCH	2101 SOUTH MADISON STREET	MUNCIE	IN	47302	DELAWARE	UNITED STATES	203476	4	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2099727	NORTHWEST BRANCH	1628 WEST MCGALLIARD ROAD	MUNCIE	IN	47304	DELAWARE	UNITED STATES	203480	8	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2099035	TILLOTSON BRANCH	801 SOUTH TILLOTSON AVENUE	MUNCIE	IN	47304	DELAWARE	UNITED STATES	203482	10	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2098430	VILLAGE BRANCH	1701 WEST UNIVERSITY AVENUE	MUNCIE	IN	47303	DELAWARE	UNITED STATES	203478	6	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3761973	WESTMINSTER BRANCH	5801 BETHEL AVENUE	MUNCIE	IN	47304	DELAWARE	UNITED STATES	463485	53	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3761964	YORKTOWN BRANCH	1501 NORTH NEBO ROAD	MUNCIE	IN	47304	DELAWARE	UNITED STATES	479723	56	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2041806	MUNSTER 45TH BRANCH	1720 45TH ST	MUNSTER	IN	46321	LAKE	UNITED STATES	274815	107	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	163473	MUNSTER BRANCH	707 RIDGE ROAD	MUNSTER	IN	46321	LAKE	UNITED STATES	42201	105	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2888332	NASHVILLE BRANCH	189 COMMERCIAL DRIVE	NASHVILLE	IN	47448	BROWN	UNITED STATES	220778	93	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	7 49	830 LOGAN STREET BRANCH	830 LOGAN STREET	NOBLESVILLE	IN	46060	HAMILTON	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3526471	NOBLE CREEK PLAZA OFFICE	400 NOBLE CREEK DRIVE	NOBLESVILLE	IN	46060	HAMILTON	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3493274	RIVER ROAD OFFICE	651 WESTFIELD ROAD	NOBLESVILLE	IN	46060	HAMILTON	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	

Date Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Postal Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSO*	Comments
OK		Full Service	2096892	NORTH MANCHESTER BRANCH	901 WEST STATE ROAD 114	NORTH MANCHESTER	IN	46962	WABASH	UNITED STATES	246842	32	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3514227	HERITAGE BRANCH	3055 WEST US HIGHWAY 36	PENDLETON	IN	46064	MADISON	UNITED STATES	442308	85	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2283393	PENDLETON BRANCH	100 EAST STATE STREET	PENDLETON	IN	46064	MADISON	UNITED STATES	55569	80	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2075_45	PERU WEST BRANCH	990 WEST MAIN STREET	PERU	IN	46970	MIAMI	UNITED STATES	246843	33	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3763977	PLAINFIELD BRANCH	1121 EAST MAIN STREET	PLAINFIELD	IN	46168	HENDRICKS	UNITED STATES	445978	95	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Limited Service	2134655	DRIVE-IN BRANCH	115 WEST MAIN STREET	PORTLAND	IN	47371	JAY	UNITED STATES	234962	51	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	952547	PORTLAND BRANCH	112 WEST MAIN STREET	PORTLAND	IN	47371	JAY	UNITED STATES	2876	49	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2561831	PORTLAND SUPERCENTER BRANCH	218 WEST LINCOLN STREET	PORTLAND	IN	47371	JAY	UNITED STATES	203517	52	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	57947	REMINGTON BRANCH	101 EAST DIVISION STREET	REMINGTON	IN	47977	JASPER	UNITED STATES	6171	70	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	58047	RENSELAEER BRANCH	200 WEST WASHINGTON	RENSELAEER	IN	47978	JASPER	UNITED STATES	9281	68	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	984847	REYNOLDS BRANCH	105 EAST 2ND STREET	REYNOLDS	IN	47980	WHITE	UNITED STATES	1224	64	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3761982	RICHMOND CHESTER BLVD BRANCH	2206 CHESTER BLVD	RICHMOND	IN	47374	WAYNE	UNITED STATES	465875	54	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4416261	SAINT JOHN BRANCH	11100 WEST 1 TH AVENUE	SAINT JOHN	IN	46373	LAKE	UNITED STATES	518086	123	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4152792	SCHERERVILLE BRANCH	7650 HARVEST DRIVE	SCHERERVILLE	IN	46375	LAKE	UNITED STATES	359105	119	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4377737	SHELBYVILLE BRANCH	29 EAST WASHINGTON STREET	SHELBYVILLE	IN	46176	SHELBY	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	4648754	SHELBYVILLE BRANCH - MARKETPLACE	2350 MARKETPLACE BOULEVARD	SHELBYVILLE	IN	46176	SHELBY	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	995946	SULPHUR SPRINGS BRANCH	105 EAST MAIN STREET	SULPHUR SPRINGS	IN	47388	HENRY	UNITED STATES	10793	29	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2147383	TRAFALGAR BRANCH	110 NORTH STATE ROAD 135	TRAFALGAR	IN	46181	JOHNSON	UNITED STATES	220775	90	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3501526	UNION CITY BRANCH	450 WEST CHESTNUT STREET	UNION CITY	IN	47390	RANDOLPH	UNITED STATES	364628	42	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2041324	VALPARAISO BRANCH	855 THORNAPPLE WAY	VALPARAISO	IN	46385	PORTER	UNITED STATES	274816	108	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	20_4580	CHIPPEWA OFFICE	1250 NORTH CASS STREET	WABASH	IN	46992	WABASH	UNITED STATES	246841	31	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	163745	WABASH DOWNTOWN BRANCH	189 WEST MARKET STREET	WABASH	IN	46992	WABASH	UNITED STATES	12774	30	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2079626	WEST LAFAYETTE BRANCH	2329 NORTH SALISBURY	WEST LAFAYETTE	IN	47906	TIPPECANOE	UNITED STATES	238236	60	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Limited Service	4149260	WEST LAFAYETTE-CUMBERLAND BRANCH	1010 WEST CUMBERLAND AVENUE	WEST LAFAYETTE	IN	47906	TIPPECANOE	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Limited Service	4149288	WEST LAFAYETTE-LINDBERG BRANCH	1700 LINDBERG ROAD	WEST LAFAYETTE	IN	47906	TIPPECANOE	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Limited Service	4149279	WEST LAFAYETTE - SENIOR PLACE BRANCH	3575 SENIOR PLACE	WEST LAFAYETTE	IN	47906	TIPPECANOE	UNITED STATES	446339	74	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3401484	WESTFIELD BRANCH	3002 EAST STATE ROAD 32	WESTFIELD	IN	46074	HAMILTON	UNITED STATES	360483	25	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	816144	WINCHESTER BRANCH	122 WEST WASHINGTON STREET	WINCHESTER	IN	47394	RANDOLPH	UNITED STATES	9901	41	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3808328	CLINTONVILLE BRANCH	3245 NORTH HIGH STREET	COLUMBUS	OH	43202	FRANKLIN	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	1856762	COLUMBUS BRANCH	3650 OLENTANGY RIVER ROAD SUITE 1	COLUMBUS	OH	43214	FRANKLIN	UNITED STATES	47117	98	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3912999	FIFTH AVENUE - GRANDVIEW BRANCH	1669 WEST 5TH AVENUE	COLUMBUS	OH	43212	FRANKLIN	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3912980	GRACELAND BRANCH	5090 NORTH HIGH STREET	COLUMBUS	OH	43214	FRANKLIN	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3761197	KARL & 161 BRANCH	1616 EAST DUBLIN GRANVILLE ROAD	COLUMBUS	OH	43229	FRANKLIN	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3368989	SAWMILL ROAD BRANCH	5811 SAWMILL ROAD	DUBLIN	OH	43017	FRANKLIN	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	2739359	OXFORD BRANCH	4 NORTH COLLEGE AVENUE	OXFORD	OH	45056	BUTLER	UNITED STATES	203425	47	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	
OK		Full Service	3808346	REYNOLDSBURG BRANCH	6950 EAST MAIN STREET	REYNOLDSBURG	OH	43068	FRANKLIN	UNITED STATES	Not Required	Not Required	FIRST MERCHANTS BANK, NATIONAL ASSOCIATION	17147	

FR Y-6

First Merchants Corporation
Muncie, Indiana
Fiscal Year Ending December 31, 2015

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote <u>as of</u> fiscal year ending 12-31-2015			Securities Holders not listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote <u>during</u> the fiscal year ending 12-31-2015		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Dimensional Fund Advisors LP Austin, Texas, USA	USA	3,032,365 shares or 7.31% of Common Stock			
BlackRock Inc. New York, New York, USA	USA	2,244,906 shares or 5.41% of Common Stock		None	
Wellington Management Company, LLP Boston, Massachusetts, USA	USA	1,586,469 shares or 3.83% of Common Stock			

First Merchants Corporation
Muncie, IN
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation If other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentage of Voting Securities In Bank Holding Company	Percentage of Voting Securities In Subsidiaries (Include names of subsidiaries)	List names of other companies (Includes partnerships) If 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Michael R. Becher Carmel, IN, USA	Retired	Director	Director, First Merchants Bank, N.A.	Audit Committee Member, St Vincent Health Chairman of Board of Trustees & Chair, Executive Compensation Committee, Marian University Director, United Way of Central Indiana Dean's Advisory Committee, Kelly School of Business Audit Committee Chair, Crossroads of America Boy Scout Council Board Member, Treasurer, Indianapolis Symphony Indianapolis Chapter Board Member, Financial Executive Institute	0.03%	N/A	N/A
Kimberly J. Ellington Muncie, IN, USA	N/A	Senior Vice President and Director of Human Resources	Senior Vice President and Director of Human Resources, First Merchants Bank, N.A.	N/A	0.06%	N/A	N/A
Roderick English Fishers, IN, USA	Manager, Operations Review Office, Defense Finance and Accounting Services Agency of the U.S. Department of Defense	Director	Director, First Merchants Bank, N.A.	N/A	0.04%	N/A	N/A
Stephan H. Fluhler Yorktown, IN, USA	N/A	Senior Vice President and Chief Information Officer	Senior Vice President and Chief Information Officer, First Merchants Bank, N.A.	N/A	0.03%	N/A	N/A
Howard F. Halderman Wabash, IN, USA	President, Halderman Farm Management Service, Inc	Director	Director, First Merchants Bank, N.A. Regional Advisor, First Merchants Bank, N.A.	President, Halderman Farm Management Service, Inc President, Halderman Real Estate Services, Inc President, Halderman Real Asset Management Director, Honeywell Foundation Trustee, Parkview Wabash Hospital	0.01%	N/A	Halderman Real Asset Management LLC (100%)
Mark K. Hardwick Yorktown, IN, USA	N/A	Executive Vice President and Chief Financial Officer	Executive Vice President and Chief Financial Officer, First Merchants Bank, N.A. Chairman of the Board of Directors, FMB Properties, Inc. President and Director, FMB Portfolio Management, Inc. Director, FMB Risk Management, Inc.	N/A	0.24%	N/A	N/A

First Merchants Corporation
Muncie, IN
Fiscal Year Ending December 31, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation If other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentage of Voting Securities in Bank Holding Company	Percentage of Voting Securities in Subsidiaries (Include names of subsidiaries)	List names of other companies (Includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
William L. Hoy Columbus, OH, USA	Chief Executive Officer, The Columbus Sign Company	Director	Director, First Merchants Bank, N.A. Regional Advisor, First Merchants Bank, N.A.	Chief Executive Officer, The Columbus Sign Company Co-Owner and Managing Partner, M&B Properties Director, Columbus Zoo and Aquarium	0.01%	N/A	M&B Properties (50%) Columbus Sign Company (50%)
Michele Kawiecki Fishers, IN, USA	N/A	Senior Vice President and Director of Finance	Senior Vice President and Director of Finance First Merchants Bank, N.A.	N/A	0.01%	N/A	N/A
Gary J. Lehman Lafayette, IN, USA	Country President for North America, Oerlikon Group Chairman of the Board, Oerlikon Fairfield	Director	Director, First Merchants Bank, N.A. Regional Advisor, First Merchants Bank, N.A.	Country President for North America, Oerlikon Group Chairman of the Board, Oerlikon Fairfield Advisor, The Cannelton Group Trustee, Purdue University Board of Trustees Board Member, Ash Access Technology Board Member, Greater Lafayette Commerce Board Member, Zurey Pharma	0.08%	N/A	N/A
Jeffrey B. Lorentson Fishers, IN, USA	N/A	Senior Vice President and Chief Risk Officer	Senior Vice President and Chief Risk Officer, First Merchants Bank, N.A.	Member of Loan Committee, Indiana United Methodist Loan and Savings Ministry, Inc.	0.04%	N/A	N/A
John J. Martin Indianapolis, IN, USA	N/A	Executive Vice President and Chief Credit Officer	Executive Vice President and Chief Credit Officer, First Merchants Bank, N.A.	N/A	0.04%	N/A	N/A

FR Y-6
 First Merchants Corporation
 Muncie, IN
 Fiscal Year Ending December 31, 2015

Report Item 4: Insiders
 (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation If other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentage of Voting Securities In Bank Holding Company	Percentage of Voting Securities in Subsidiaries (Include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Michael C. Rechin Carmel, IN, USA	N/A	President and Chief Executive Officer Director	President and Chief Executive Officer, First Merchants Bank, N.A. Director, First Merchants Bank, N.A. Director, FMB Portfolio Management, Inc. Director, FMB Risk Management, Inc.	Director, Lynx Capital Management Director, One Zone Director, Indiana Chamber of Commerce Director, Conner Prairie Museum Director, Center For Performing Arts	0.35%	N/A	N/A
Charles E. Schalliol Carmel, IN, USA	Consultant, Corporate Director, Venture Capital Fund Director and Senior Advisor, Faegre Baker Daniels	Chairman of the Board of Directors	Chairman of the Board of Directors, First Merchants Bank, N.A.	Consultant, Corporate Director, Venture Capital Fund Director and Senior Advisor, Faegre Baker Daniels Director, Heritage-Crystal Clean, Inc. Director, IU North Hospital Director, BioCrossroads Director and Chairman, Indiana Secondary Market for Education Loans, Inc. Director, Cambridge Capital Management Fund Director, Indiana University Research & Technology Corporation Director, Innovate Indiana Seed Fund Director, Purdue Research Foundation Director and Chairman, Indiana University North Hospital Consultant, Grosvenor Capital LLC	0.13%	N/A	N/A

First Merchants Corporation
Muncie, IN
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities In Bank Holding Company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) If 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
				Board of Managers, Treasurer, Baxter YMCA			
				Officer of Board of Directors, Center Grove Trails, Inc.			
				Treasurer, Falcon Diversified, Inc.			Lighthouse Carwash Solutions, Inc. (50%)
				Board of Directors, Chairman of Executive Committee, Johnson County Development Corporation			Lighthouse Carwash of Indiana, Inc. (50%)
				Controller, Johnson County Solid Waste Management District			Lighthouse Carwash of Louisiana, Inc. (50%)
				Trustee, Kathleen M. Cavanaugh Trust			Lighthouse Carwash of Ohio, Inc. (50%)
Patrick A. Sherman Greenwood, IN, USA	Partner, CPA Firm, Sherman & Armbuster, LLP	Director	Director, First Merchants Bank, N.A.	Treasurer, Lighthouse Carwash Solutions, Inc.	0.01%	N/A	Lighthouse Carwash of Texas, Inc. (50%)
				Treasurer, Lighthouse Carwash of Indiana, Inc.			Sherman & Armbuster, LLP (47%)
				Treasurer, Lighthouse Carwash of Louisiana, Inc.			Sherman & Armbuster, Inc. (47%)
				Treasurer, Lighthouse Carwash of Ohio, Inc.			Sherman & Armbuster, LLC (33%)
				Treasurer, Lighthouse Carwash of Texas, Inc.			Teton Leasing, Inc. (25%)
				Trustee, Melvin Shufflebarger Perpetual Trust Partner, Sherman & Armbuster, LLP			TPG, Inc. (25%)
				Vice President, Sherman & Armbuster, Inc.			
				Member, Sherman & Armbuster, LLC Treasurer, Teton Leasing, Inc.			
				Treasurer, The Phoenix Group			
				Treasurer, TPG, Inc.			
				Director, Washington Jefferson Williams Foundation			
Michael J. Stewart Indianapolis, IN, USA	N/A	Executive Vice President and Chief Banking Officer	Executive Vice President and Chief Banking Officer First Merchants Bank, N.A.	Director, Bosma Industries	0.15%	N/A	N/A
				Director, Westminster Neighborhood Services			
				Director, Park Tudor Foundation			

First Merchants Corporation
Muncie, IN
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities In Bank Holding Company	Percentage of Voting Securities In Subsidiaries (include names of subsidiaries)	List names of other companies (Includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Terry L. Walker Muncie, IN, USA	Retired	Director	Director, First Merchants Bank, N.A.	N/A	0.13%	N/A	N/A
Jean L. Wojtowicz Indianapolis, IN, USA	President and CEO, Cambridge Capital Management Corp.	Director	Director, First Merchants Bank, N.A.	President and CEO, Cambridge Capital Management Corp. Board Member, Indiana Department of Financial Institutions Director, First Internet Bank of Indiana Director, First Internet Bancorp Director, Vectren Corporation Director, American United Mutual Insurance Holding Company Director, United Way of Central Indiana Director, Indianapolis Airport Authority	0.08%	N/A	Cambridge Capital Management Corp. (100%) WAFS LLC (50%) Cambridge Ventures, Inc (100%) (wholly owned by Cambridge Capital Management Corp.)