FIRST MERCHANTS CORP

Form 4/A June 13, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Stewart Michael J

(First)

(State)

200 E JACKSON STREET

2. Issuer Name and Ticker or Trading

Issuer

Symbol FIRST MERCHANTS CORP

(Check all applicable)

5. Relationship of Reporting Person(s) to

[FRME]

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 03/28/2013

Director 10% Owner X_ Officer (give title _X_ Other (specify

below) below)

Chief Banking Officer / Executive Vice

President

(Street) 4. If Amendment, Date Original

(Month/Day/Year)

Filed(Month/Day/Year) 04/01/2013

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

MUNCIE, IN 47305

(Instr. 3)

Common

Common

Stock

(City) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

(Zip)

4. Securities TransactionAcquired (A) or Disposed of (D) Code (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct (D) or Indirect (I) (Instr. 4)

Indirect Beneficial Ownership (Instr. 4)

401(k)

Plan

Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

43,464.337 (1)

I 1,558.555 Stock

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative		e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security	eurity Acquired									Follo
	·			(A) or							Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
			4, and 5)								
									A		
									Amount		
				Date	Expiration		or				
						Exercisable Date	Title Number				
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Stewart Michael J

200 E JACKSON STREET Chief Banking Officer Executive Vice President

MUNCIE, IN 47305

Signatures

Rhonda D. Bost (Confirming Statement 06/13/2013 on File)

> **Signature of Reporting Person Date

Explanation of Responses:

- 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).
 - The 4/1/13 filing incorrectly reported an acquistion of shares as an open market transaction. The acquisition was made pursuant to the
- Issuer's 2009 Employee Stock Purchase Plan which is intended to qualify as a Section 423 plan under the Internal Revenue Code. As such, the acquisition is exempt under Rule 16b-3(c).
- (2) Includes Restricted Stock Awards totaling 31,010.827 shares

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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