FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box if no longer subject to

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* KELLOGG CLARK C					2. Issuer Name and Ticker or Trading Symbol FIRST MERCHANTS CORP [FRME]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) (First) (Middle) 200 EAST JACKSON STREET				3. Date of Earliest Transaction (Month/Day/Year) 12/31/2024								Officer (give title Other (specify below) below)							
(Street) MUNCII	et)			4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person Person							
(City)	(Sta	ate) (Z	Zip)																
			I - No	1				·	d, Di	sposed of					1	1			
		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)				s Acquired (A) or f (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership					
								v	Amount	(A) or (D)	Price	Transac	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)			
Common Stock			12/31/20)24			A		567	A	\$39.8	9 12,06	2.209 ⁽¹⁾ D		D				
Common Stock											4	409		I	By Rosella Kellogg Revocable Trust				
Common Stock											1,07	1,074.515			401(k) Plan				
		Tal	ble II							osed of, convertib				d					
Security or Ex (Instr. 3) Price Deriv	2. Conversion or Exercise Price of Derivative Security	Conversion Date (Month/Day/Year) Exercise Price of Derivative				ansaction of ode (Instr. Derivati		6. Date Exer Expiration I (Month/Day		ate	7. Title and Amount of Securities		8. Price of Derivative Security (Instr. 5)	9. Numbe derivativ Securitie Beneficia Owned Followin Reported Transact (Instr. 4)	e es ally g	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership t (Instr. 4)		
					Code	v	(A) (D)	Date Exercisable		Expiration Date		Amount or Number of Shares							

Explanation of Responses:

1. Includes Restricted Stock Awards totaling 7,294 shares

Remarks:

Jacob Burkett (Confirming Statement on File)

01/03/2025

** Signature of Reporting Person

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

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

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

 $^{^{\}star}$ 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).