

**Lisa Roberts**

Vice President, Listing Qualifications

*By Electronic Mail*

March 31, 2022

Maureen Loviglio  
Federal Deposit Insurance Corporation  
550 17th Street, NW  
Washington, D.C. 20429

Dear Ms. Loviglio:

This is to certify that on March 30, 2022 The Nasdaq Stock Market (the "Exchange") received from First Merchants Corporation (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Depository Shares, each representing a 1/100th interest in a share of Non-Cumulative Perpetual  
Preferred Stock, Series A

We further certify that the securities described above have been approved by the Exchange for listing and registration upon official notice of issuance.

Sincerely,

*Lisa Roberts*