

GERMAN AMERICAN BANCORP, INC.  
Form FWP  
April 06, 2009

**WELCOME**

GERMAN AMERICAN BANCORP, INC.  
Shareholder Rights Offering  
Informational Meeting

**Issuer Free Writing Prospectus**

**Filed Pursuant to Rule 433**

**Registration Statement No. 333-157665**

**Mark A. Schroeder**  
President & CEO

**Subordinated Debentures**

8% Interest Rate

Unsecured Debt / Not FDIC Insured

Subordinated to All Other Creditors

Redeemable On or After March 30, 2012

Final Maturity Date of March 30, 2019

**Purpose of Debt Offering**

Qualifies as Regulatory Capital

Strengthening of Capital Base

Future Growth Opportunities

Regulatory Capital Cushion

**Use of Offering Proceeds**

General Corporate Purposes

Bank-Level Capital Contribution

**Bradley M. Rust**

Executive Vice President & CFO

**Financial Overview**

Total Assets

(Dollars In Millions)



Total Loans, Net of Unearned Income

= Commercial & Agricultural Loans as % of Total Loans

(Dollars In Millions)

Total Shareholder Equity

= Return on Equity

(Dollars In Millions)

Net Interest Income (Tax-Equivalent)

(Dollars In Thousands)

Total Non-Interest Income

(Excluding Securities Gains/Losses)

(Dollars In Thousands)

Non-Interest Expense

(Dollars In Thousands)

Net Income & Earnings Per Share

(Dollars In Thousands)

**Terri A. Eckerle**  
Shareholder Relations Officer

Subscription Procedures

Subscription Certificate

Payment Options

Delivery Instructions

Deadline: April 23, 2009







**Questions  
&  
Answers**