310 Leonard Street, NW, Grand Rapids, MI 49504

(Address of principal executive offices) (Zip Code)

1

| (616) 406-3000  |
|---|
| (Registrant's telephone number, including area code)  |
| Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.  Yes X No No |
| Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).  Yes X No |
| Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.   |
| Large accelerated filer Accelerated filer <u>X</u> Non-accelerated filer Smaller reporting company  |
| Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).  Yes No _X_  |
| At November 4, 2016, there were 16,302,213 shares of common stock outstanding.  |

## Table Of Contents

## MERCANTILE BANK CORPORATION

**INDEX** 

| PART<br>I.  | Financial Information  | Page<br>No. |
|-------------|--|-------------|
|             | Item 1. Financial Statements   |             |
|             | Condensed Consolidated Balance Sheets (Unaudited) – September 30, 2016 and December 31, 2015   | 1           |
|             | Condensed Consolidated Statements of Income (Unaudited) - Three and Nine Months Ended September 30, 2016 and September 30, 2015                | 2           |
|             | Condensed Consolidated Statements of Comprehensive Income (Unaudited) - Three and Nine Months Ended September 30, 2016 and September 30, 2015  | 3           |
|             | Condensed Consolidated Statements of Changes in Shareholders' Equity (Unaudited) – Nine Months Ended September 30, 2016 and September 30, 2015 | 4           |
|             | Condensed Consolidated Statements of Cash Flows (Unaudited) – Nine Months Ended September 30, 2016 and September 30, 2015                      | 6           |
|             | Notes to Condensed Consolidated Financial Statements (Unaudited)   | 8           |
|             | Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations  | 72          |
|             | Item 3. Quantitative and Qualitative Disclosures About Market Risk   | 90          |
|             | Item 4. Controls and Procedures  | 93          |
| PART<br>II. | Other Information  |             |
|             | Item 1. Legal Proceedings  | 94          |
|             | Item 1A. Risk Factors  | 94          |
|             | Item 2. Unregistered Sales of Equity Securities and Use of Proceeds  | 94          |
|             | Item 3. Defaults Upon Senior Securities  | 94          |
|             | Item 4. Mine Safety Disclosures  | 94          |

| Item 5. Other Information | 94 |
|---------------------------|----|
| Item 6. Exhibits          | 94 |
| Signatures                | 95 |
|                           |    |
|                           |    |

## Table Of Contents

#### MERCANTILE BANK CORPORATION

#### PART I --- FINANCIAL INFORMATION

Item 1. Financial Statements

#### CONDENSED CONSOLIDATED BALANCE SHEETS

(Unaudited)

|  | September 30,                       | December 31,                 |
|--|-------------------------------------|------------------------------|
|  | 2016                                | 2015                         |
| A GOVERN                                       |                                     |                              |
| ASSETS   | Φ. <b>5.5</b> , 0.0 <b>2</b> , 0.00 | ф <b>42</b> 0 <b>2</b> 0 000 |
| Cash and due from banks                        | \$55,882,000                        | \$42,829,000                 |
| Interest-earning deposits                      | 85,848,000                          | 46,463,000                   |
| Federal funds sold                             | 0                                   | 599,000                      |
| Total cash and cash equivalents                | 141,730,000                         | 89,891,000                   |
| Securities available for sale                  | 325,443,000                         | 346,992,000                  |
| Federal Home Loan Bank stock                   | 8,026,000                           | 7,567,000                    |
| Tederal Home Board Burne ottock                | 0,020,000                           | 7,207,000                    |
| Loans  | 2,406,377,000                       | 2,277,727,000                |
| Allowance for loan losses                      | (17,526,000                         |                              |
| Loans, net                                     | 2,388,851,000                       | 2,262,046,000                |
|  | , , ,                               | , - ,,                       |
| Premises and equipment, net                    | 45,212,000                          | 46,862,000                   |
| Bank owned life insurance                      | 66,876,000                          | 58,971,000                   |
| Goodwill                                       | 49,473,000                          | 49,473,000                   |
| Core deposit intangible                        | 10,592,000                          | 12,631,000                   |
| Other assets                                   | 27,761,000                          | 29,123,000                   |
|  |                                     |                              |
| Total assets                                   | \$3,063,964,000                     | \$2,903,556,000              |
| LIABILITIES AND SHAREHOLDERS' EQUITY           |                                     |                              |
| Deposits                                       |                                     |                              |
| Noninterest-bearing                            | \$731,663,000                       | \$674,568,000                |
|  |                                     |                              |
| Interest-bearing Total denosits                | 1,597,774,000                       | 1,600,814,000                |
| Total deposits                                 | 2,329,437,000                       | 2,275,382,000                |
| Securities sold under agreements to repurchase | 146,843,000                         | 154,771,000                  |
| Federal Home Loan Bank advances                | 178,000,000                         | 68,000,000                   |
|  |                                     | * *                          |

| Subordinated debentures Accrued interest and other liabilities Total liabilities | 44,665,000<br>15,548,000<br>2,714,493,000 | 55,154,000<br>16,445,000<br>2,569,752,000 |
|--|---|---|
| Shareholders' equity   |   |   |
| Preferred stock, no par value; 1,000,000 shares authorized; none issued          | 0   | 0   |
| Common stock, no par value; 40,000,000 shares authorized; 16,296,658 shares      |   |   |
| outstanding at September 30, 2016 and 16,358,711 shares outstanding at           | 304,027,000                               | 304,819,000                               |
| December 31, 2015  |   |   |
| Retained earnings  | 43,655,000                                | 27,722,000                                |
| Accumulated other comprehensive income   | 1,789,000                                 | 1,263,000                                 |
| Total shareholders' equity   | 349,471,000                               | 333,804,000                               |
| Total liabilities and shareholders' equity                                       | \$3,063,964,000                           | \$2,903,556,000                           |

See accompanying notes to condensed consolidated financial statements.

#### **Table Of Contents**

#### MERCANTILE BANK CORPORATION

#### CONDENSED CONSOLIDATED STATEMENTS OF INCOME

(Unaudited)

Three Three Nine Nine Months Months Months Months Ended Ended Ended Ended Sept 30, Sept 30, Sept 30, Sept 30, 2016 2015 2016 2015

Interest income Loans, including fees \$