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HORIZON BANCORP /IN/
Form 13F-HR
October 26, 2012

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 09/30/2012

Check here if Amendment Amendment Number:
This Amendment is a restatement

Institutional Investment Manager Filing this Report:

Name: HORIZON BANCORP
Address: 515 FRANKLIN ST
MICHIGAN CITY, IN 46360

13F File Number: 28-6479

The institutional investment Manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Mark E. Secor
Title: Chief Financial Officer
Phone: 219-873-2611

Signature, Place, and Date of Signing:

/s/ Mark E. Secor, Chief Financial Officer, Michigan City, IN
1 10/05/2012

Report Type (Check only one)

13F HOLDINGS REPORT
 13F COMBINATION REPORT

=====

FORM 13F INFORMATION TABLE

| NAME OF ISSUER SECURITY NAME | TITLE OF CLASS | CUSIP | VALUE X \$1000 | SHS | | | | | OTHER MANAGERS | VOTING AUTHO | |
|---------------------------------|-------------------|-----------|-------------------|---------------|-----------|-------------|--------------------|----------------|-------------------|----------------|--|
| | | | | PRN AMOUNT | SH PRN | PUT CALL | INVSTMT DISCRTN | SOLE SHARED | | SOLE SHARED | |
| AFLAC INC | COMMON STOCK | 001055102 | 193 | 4027 | SH | | SOLE SOLE | | 722 | | |

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| | | | | | | | |
|---------------------|------------------------|--|------|-------|----|---------|------|
| | | | 146 | 3045 | SH | DEFINED | 1257 |
| | | | | | | DEFINED | |
| | | | 16 | 328 | SH | OTHER | 328 |
| AT&T INC | COMMON STOCK 00206R102 | | 246 | 6523 | SH | DEFINED | |
| | | | 7 | 175 | SH | OTHER | |
| | | | 44 | 1176 | SH | DEF/OTH | |
| AMERICAN EXPRESS CO | COMMON STOCK 025816109 | | 264 | 4638 | SH | DEFINED | |
| AMETEK INC | COMMON STOCK 031100100 | | 253 | 7150 | SH | DEFINED | |
| BERKSHIRE | COMMON STOCK 084670108 | | 265 | 2 | SH | DEFINED | |
| HATHAWAY INC | | | | | | | |
| | | | 133 | 1 | SH | DEF/OTH | |
| BERKSHIRE | COMMON STOCK 084670702 | | 9 | 100 | SH | SOLE | |
| HATHAWAY INC | | | | | | | |
| | | | 298 | 3375 | SH | DEFINED | |
| | | | 67 | 759 | SH | OTHER | |
| | | | 128 | 1450 | SH | DEF/OTH | |
| CSX CORP | COMMON STOCK 126408103 | | 125 | 6011 | SH | SOLE | 1007 |
| | | | | | | SOLE | |
| | | | 290 | 13979 | SH | DEFINED | 1823 |
| | | | | | | DEFINED | |
| | | | 12 | 585 | SH | OTHER | 435 |
| | | | | | | OTHER | |
| COLUMN TOTALS | | | 2496 | | | | |

FORM 13F INFORMATION TABLE

| NAME OF ISSUER SECURITY NAME | TITLE OF CLASS | CUSIP | VALUE X \$1000 | SHS | | | INVTMT DISCRTN | OTHER MANAGERS | VOTING AUTHORITY | |
|---------------------------------|------------------------|-------|-------------------|---------------|-----------|-------------|-------------------|-------------------|------------------|--------|
| | | | | PRN AMOUNT | SH PRN | PUT CALL | | | SOLE | SHARED |
| CVS CAREMARK CORP | COMMON STOCK 126650100 | | 143 | 2945 | SH | | SOLE | 498 | | |
| | | | | | | | SOLE | | | 24 |
| | | | 111 | 2295 | SH | | DEFINED | 973 | | 13 |
| | | | | | | | DEFINED | | | |
| | | | 19 | 385 | SH | | OTHER | 185 | | |
| | | | | | | | OTHER | | | 2 |
| | | | 21 | 435 | SH | | DEF/OTH | | | 4 |
| CATERPILLAR INC | COMMON STOCK 149123101 | | 146 | 1697 | SH | | SOLE | 310 | | |
| | | | | | | | SOLE | | | 13 |
| | | | 101 | 1172 | SH | | DEFINED | 474 | | |
| | | | | | | | DEFINED | | | 6 |
| | | | 19 | 226 | SH | | OTHER | 126 | | |
| | | | | | | | OTHER | | | 1 |
| CHEVRON CORP | COMMON STOCK 166764100 | | 200 | 1713 | SH | | SOLE | 320 | | |
| | | | | | | | SOLE | | | 13 |
| | | | 397 | 3409 | SH | | DEFINED | 981 | | |
| | | | | | | | DEFINED | | | 24 |
| | | | 99 | 847 | SH | | OTHER | 547 | | |
| | | | | | | | OTHER | | | 3 |
| | | | 19 | 164 | SH | | DEF/OTH | | | 1 |
| COCA COLA CO | COMMON STOCK 191216100 | | 106 | 2790 | SH | | SOLE | 475 | | |
| | | | | | | | SOLE | | | 23 |
| | | | 91 | 2398 | SH | | DEFINED | 1033 | | |
| | | | | | | | DEFINED | | | 13 |
| | | | 50 | 1309 | SH | | OTHER | 349 | | |
| | | | | | | | OTHER | | | 9 |

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COLUMN TOTALS 0 2 SH DEF/OTH
1522

FORM 13F INFORMATION TABLE

| NAME OF ISSUER SECURITY NAME | TITLE OF CLASS | CUSIP | VALUE X \$1000 | SHS | | | PUT CALL | INVTMT DISCRTN | OTHER MANAGERS | VOTING AUTHORITY | |
|---------------------------------|-------------------|-----------|-------------------|---------------|-----------|---------|-------------|-------------------|-------------------|------------------|--------|
| | | | | PRN AMOUNT | SH PRN | SH | | | | SOLE | SHARED |
| DIRECTV | COMMON STOCK | 25490A309 | 160 | 3059 | SH | | SOLE | | 556 | | |
| | | | 128 | 2450 | SH | DEFINED | | 976 | | | |
| | | | 12 | 227 | SH | OTHER | | 227 | | | |
| DU PONT E I DE NEMOURS & CO | COMMON STOCK | 263534109 | 92 | 1839 | SH | | SOLE | | 324 | | |
| | | | 95 | 1881 | SH | DEFINED | | 845 | | | |
| | | | 32 | 645 | SH | DEFINED | | | 145 | | |
| | | | | | | OTHER | | | | | |
| EXXON MOBIL CORP | COMMON STOCK | 30231G102 | 293 | 3200 | SH | | DEFINED | | | | |
| | | | 65 | 713 | SH | | OTHER | | | | |
| | | | 61 | 664 | SH | | DEF/OTH | | | | |
| HORIZON BANCORP IND | COMMON STOCK | 440407104 | 11 | 375 | SH | | SOLE | | | | |
| | | | 24607 | 860996 | SH | | DEFINED | | 586993 | | |
| | | | 564 | 19717 | SH | | DEFINED | | | | |
| | | | 4196 | 146813 | SH | | OTHER | | | 2 | |
| COLUMN TOTALS | | | 30316 | | | | DEF/OTH | | 6547 | | |
| | | | | | | | DEF/OTH | | | 1 | |
| | | | | | | | | | | | |

FORM 13F INFORMATION TABLE

| NAME OF ISSUER SECURITY NAME | TITLE OF CLASS | CUSIP | VALUE X \$1000 | SHS | | | PUT CALL | INVTMT DISCRTN | OTHER MANAGERS | VOTING AUTHORITY | |
|------------------------------------|-------------------|-----------|-------------------|---------------|-----------|---------|-------------|-------------------|-------------------|------------------|--------|
| | | | | PRN AMOUNT | SH PRN | SH | | | | SOLE | SHARED |
| INTEL CORP | COMMON STOCK | 458140100 | 100 | 4399 | SH | | SOLE | | 739 | | |
| | | | 39 | 1700 | SH | | SOLE | | | 3 | |
| | | | 102 | 4507 | SH | | DEFINED | | 405 | | |
| INTERNATIONAL BUSINESS MACHINES | COMMON STOCK | 459200101 | 274 | 1322 | SH | | DEFINED | | 307 | | |
| | | | | | | | OTHER | | | 4 | |
| | | | 402 | 1936 | SH | | SOLE | | 232 | | |
| | | | 34 | 163 | SH | | SOLE | | | 1 | |
| | | | | | | DEFINED | | 381 | | | |
| | | | | | | DEFINED | | | 1 | | |
| | | | | | | OTHER | | 113 | | | |
| | | | | | | OTHER | | | | | |

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| ISSUER | SECURITY CLASS | CUSIP | SHS | VALUE | PRN | SH | PUT | INVTMT | OTHER | VOTING AUTHORITY |
|-------------------|----------------|-----------|------|-------|-----|----|---------|--------|-------|------------------|
| ISHARES | ETF-EQUITY | 464287549 | 845 | 12202 | SH | | | SOLE | | 2137 |
| | | | 622 | 8978 | SH | | DEFINED | | 3525 | |
| | | | 61 | 880 | SH | | DEFINED | | 755 | |
| JOHNSON & JOHNSON | COMMON STOCK | 478160104 | 183 | 2661 | SH | | | SOLE | | 472 |
| | | | 189 | 2738 | SH | | DEFINED | | 1057 | |
| | | | 28 | 410 | SH | | DEFINED | | 210 | |
| COLUMN TOTALS | | | 2879 | | | | OTHER | | | |

FORM 13F INFORMATION TABLE

| NAME OF ISSUER SECURITY NAME | TITLE OF CLASS | CUSIP | VALUE X \$1000 | SHS | | | PUT CALL | INVTMT DISCRTN | OTHER MANAGERS | VOTING AUTHORITY | |
|--|-------------------|-----------|-------------------|------|----|--------|-------------|-------------------|-------------------|------------------|--------|
| | | | | PRN | SH | AMOUNT | | | | SOLE | SHARED |
| L-3 COMMUNICATIONS HOLDINGS CORP | COMMON STOCK | 502424104 | 96 | 1341 | SH | | | SOLE | | 245 | |
| | | | 91 | 1265 | SH | | DEFINED | | 486 | | |
| | | | 27 | 382 | SH | | DEFINED | | 132 | | |
| LABORATORY CORP AMERICA HLDGS | COMMON STOCK | 50540R409 | 171 | 1850 | SH | | | OTHER | | 328 | |
| | | | 142 | 1532 | SH | | SOLE | | 651 | | |
| | | | 27 | 288 | SH | | DEFINED | | 188 | | |
| MARATHON OIL CORP | COMMON STOCK | 565849106 | 108 | 3658 | SH | | | OTHER | | 665 | |
| | | | 94 | 3183 | SH | | SOLE | | 1300 | | |
| | | | 11 | 362 | SH | | DEFINED | | 312 | | |
| MARATHON PETE CORP | COMMON STOCK | 56585A102 | 10 | 331 | SH | | | OTHER | | 390 | |
| | | | 98 | 1790 | SH | | DEF/OTH | | 746 | | |
| | | | 12 | 218 | SH | | SOLE | | 168 | | |
| COLUMN TOTALS | | | 1013 | | | | OTHER | | | | |

FORM 13F INFORMATION TABLE

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| NAME OF ISSUER SECURITY NAME | TITLE OF CLASS | CUSIP | VALUE X \$1000 | SHS | | | INVSTMT DISCRTN | OTHER MANAGERS | VOTING AUTHORITY | |
|---------------------------------|-------------------|-----------|-------------------|---------------|-----------|-------------|--------------------|-------------------|------------------|--------|
| | | | | PRN AMOUNT | SH PRN | PUT CALL | | | SOLE | SHARED |
| MICROSOFT CORP | COMMON STOCK | 594918104 | 202 | 6790 | SH | | SOLE | 1198 | | |
| | | | 149 | 5013 | SH | | SOLE DEFINED | 2083 | | 55 |
| | | | 44 | 1467 | SH | | DEFINED OTHER | 347 | | 29 |
| | | | 23 | 778 | SH | | OTHER DEF/OTH | | | 11 |
| NATIONAL OIL WELL VARCO INC | COMMON STOCK | 637071101 | 179 | 2234 | SH | | SOLE | 407 | | 7 |
| | | | 143 | 1789 | SH | | SOLE DEFINED | 761 | | 18 |
| | | | 14 | 175 | SH | | DEFINED OTHER | 175 | | 10 |
| OMNICOM GROUP | COMMON STOCK | 681919106 | 155 | 3015 | SH | | SOLE | 538 | | 24 |
| | | | 136 | 2638 | SH | | SOLE DEFINED | 869 | | 17 |
| | | | 10 | 190 | SH | | DEFINED OTHER | 190 | | 12 |
| PEPSICO INC | COMMON STOCK | 713448108 | 111 | 1570 | SH | | SOLE | 285 | | 24 |
| | | | 207 | 2919 | SH | | SOLE DEFINED | 460 | | 2 |
| | | | 27 | 377 | SH | | DEFINED OTHER | 177 | | 2 |
| | | | 17 | 236 | SH | | OTHER DEF/OTH | | | 2 |
| COLUMN TOTALS | | | 1417 | | | | | | | |

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| NAME OF ISSUER SECURITY NAME | TITLE OF CLASS | CUSIP | VALUE X \$1000 | SHS | | | INVSTMT DISCRTN | OTHER MANAGERS | VOTING AUTHORITY | |
|------------------------------------|-------------------|-----------|-------------------|---------------|-----------|-------------|--------------------|-------------------|------------------|-------|
| | | | | PRN AMOUNT | SH PRN | PUT CALL | | | SOLE | SHARE |
| PFIZER INC | COMMON STOCK | 717081103 | 2190 | 88138 | SH | | DEFINED | | | |
| | | | 3113 | 125280 | SH | | OTHER | 41018 | | |
| PHILIP MORRIS INTERNATIONAL INC | COMMON STOCK | 718172109 | 20 | 794 | SH | | OTHER DEF/OTH | | | |
| | | | 210 | 2340 | SH | | SOLE | 393 | | |
| | | | 443 | 4927 | SH | | SOLE DEFINED | 1899 | | |
| | | | 44 | 493 | SH | | DEFINED OTHER | 43 | | |
| POWERSHARES | ETF-EQUITY | 73935X500 | 34 | 8097 | SH | | OTHER SOLE | 1467 | | |
| | | | 24 | 5849 | SH | | SOLE DEFINED | 2449 | | |
| | | | 0 | 149 | SH | | DEFINED OTHER | 149 | | |
| POWERSHARES | ETF-EQUITY | 73935X799 | 211 | 6100 | SH | | SOLE | 1024 | | |
| | | | 83 | 2393 | SH | | SOLE DEFINED | 557 | | |

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| | | | | | | |
|---------------|-----------------|-----------|------|---------|---------|-----|
| | | | 15 | 422 SH | OTHER | 422 |
| SPDR | ETF-ALTERNATIVE | 78463V107 | 301 | 1750 SH | DEFINED | 25 |
| | ASSETS | | | | DEFINED | |
| | | | 77 | 450 SH | OTHER | 450 |
| | | | 0 | 3 SH | DEF/OTH | |
| COLUMN TOTALS | | | 6765 | | | |

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| NAME OF ISSUER SECURITY NAME | TITLE OF CLASS | CUSIP | VALUE X \$1000 | SHS | | | INVSTMT DISCRTN | OTHER MANAGERS | VOTING AUTHORITY | | |
|---------------------------------|-------------------|-----------|-------------------|------|----|-----|--------------------|-------------------|------------------|--------|------|
| | | | | PRN | SH | PUT | | | SOLE | SHARED | NONE |
| SPDR | ETF-EQUITY | 78464A698 | 151 | 5280 | SH | | SOLE | | 879 | | |
| | | | 104 | 3638 | SH | | SOLE | | | | 4401 |
| | | | | | | | DEFINED | | 1648 | | |
| | | | 15 | 511 | SH | | DEFINED | | | | 1990 |
| | | | | | | | OTHER | | 341 | | |
| | | | | | | | OTHER | | | | 170 |
| SELECT SECTORS | ETF-EQUITY | 81369Y506 | 247 | 3365 | SH | | SOLE | | 615 | | |
| | | | | | | | SOLE | | | | 2750 |
| | | | 202 | 2752 | SH | | DEFINED | | 1173 | | |
| | | | | | | | DEFINED | | | | 1579 |
| | | | 22 | 293 | SH | | OTHER | | 293 | | |
| SELECT SECTORS | ETF-EQUITY | 81369Y886 | 356 | 9792 | SH | | SOLE | | 1725 | | |
| | | | | | | | SOLE | | | | 8067 |
| | | | 249 | 6849 | SH | | DEFINED | | 2793 | | |
| | | | | | | | DEFINED | | | | 4056 |
| | | | 36 | 982 | SH | | OTHER | | 682 | | |
| | | | | | | | OTHER | | | | 300 |
| AMERITRADE HOLDING CORP | COMMON STOCK | 87236Y108 | 117 | 7620 | SH | | SOLE | | 1355 | | |
| | | | | | | | SOLE | | | | 6265 |
| | | | 87 | 5675 | SH | | DEFINED | | 2377 | | |
| | | | | | | | DEFINED | | | | 3298 |
| | | | 8 | 517 | SH | | OTHER | | 517 | | |
| TJX COS INC | COMMON STOCK | 872540109 | 234 | 5228 | SH | | SOLE | | 954 | | |
| | | | | | | | SOLE | | | | 4274 |
| | | | 186 | 4155 | SH | | DEFINED | | 1717 | | |
| | | | | | | | DEFINED | | | | 2438 |
| COLUMN TOTALS | | | 18 | 412 | SH | | OTHER | | 412 | | |
| | | | 2032 | | | | | | | | |

FORM 13F INFORMATION TABLE

| NAME OF ISSUER SECURITY NAME | TITLE OF CLASS | CUSIP | VALUE X \$1000 | SHS | | | INVSTMT DISCRTN | OTHER MANAGERS | VOTING AUTHORITY | | |
|---------------------------------|-------------------|-----------|-------------------|------|----|-----|--------------------|-------------------|------------------|--------|------|
| | | | | PRN | SH | PUT | | | SOLE | SHARED | NONE |
| VANGUARD | ETF-EQUITY | 92204A108 | 246 | 3283 | SH | | SOLE | | 582 | | |
| | | | | | | | SOLE | | | | 2701 |

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| | | | | | | | | |
|---------------|----------------------|--|------|------|----|---------|------|------|
| | | | 195 | 2599 | SH | DEFINED | 1092 | |
| | | | | | | DEFINED | | 1507 |
| VANGUARD | ETF-EQUITY 92204A207 | | 15 | 202 | SH | OTHER | 202 | |
| | | | 251 | 2741 | SH | SOLE | 519 | |
| | | | | | | SOLE | | 2222 |
| | | | 211 | 2303 | SH | DEFINED | 975 | |
| | | | | | | DEFINED | | 1328 |
| VANGUARD | ETF-EQUITY 92204A405 | | 26 | 285 | SH | OTHER | 285 | |
| | | | 320 | 9758 | SH | SOLE | 1757 | |
| | | | | | | SOLE | | 8001 |
| | | | 252 | 7681 | SH | DEFINED | 3027 | |
| | | | | | | DEFINED | | 4654 |
| | | | 32 | 987 | SH | OTHER | 887 | |
| | | | | | | OTHER | | 100 |
| VANGUARD | ETF-EQUITY 92204A504 | | 463 | 6326 | SH | SOLE | 1125 | |
| | | | | | | SOLE | | 5201 |
| | | | 333 | 4552 | SH | DEFINED | 1819 | |
| | | | | | | DEFINED | | 2733 |
| | | | 13 | 182 | SH | OTHER | 182 | |
| COLUMN TOTALS | | | 2357 | | | | | |

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| NAME OF ISSUER SECURITY NAME | TITLE OF CLASS | CUSIP | VALUE X \$1000 | SHS | | | INVSTMT DISCRTN | OTHER MANAGERS | VOTING AUTHORITY | | |
|---------------------------------|-------------------|-----------|-------------------|---------------|-----------|-------------|--------------------|-------------------|------------------|--------|------|
| | | | | PRN AMOUNT | SH PRN | PUT CALL | | | SOLE | SHARED | NONE |
| VANGUARD | ETF-EQUITY | 92204A603 | 170 | 2468 | SH | | SOLE | 441 | | | |
| | | | | | | | SOLE | | | 202 | |
| | | | 125 | 1805 | SH | | DEFINED | 710 | | 109 | |
| | | | | | | | DEFINED | | | | |
| VANGUARD | ETF-EQUITY | 92204A801 | 15 | 216 | SH | | OTHER | 216 | | | |
| | | | 227 | 2742 | SH | | SOLE | 481 | | | |
| | | | | | | | SOLE | | | 226 | |
| | | | 161 | 1942 | SH | | DEFINED | 776 | | | |
| | | | | | | | DEFINED | | | 116 | |
| VANGUARD | ETF-EQUITY | 92204A884 | 14 | 172 | SH | | OTHER | 172 | | | |
| | | | 311 | 4139 | SH | | SOLE | 738 | | | |
| | | | | | | | SOLE | | | 340 | |
| | | | 225 | 2999 | SH | | DEFINED | 1200 | | | |
| | | | | | | | DEFINED | | | 179 | |
| WAL MART STORES INC | COMMON STOCK | 931142103 | 19 | 251 | SH | | OTHER | 251 | | | |
| | | | 121 | 1639 | SH | | SOLE | 289 | | | |
| | | | | | | | SOLE | | | 135 | |
| | | | 219 | 2967 | SH | | DEFINED | 1299 | | | |
| | | | | | | | DEFINED | | | 166 | |
| | | | 16 | 216 | SH | | OTHER | 140 | | | |
| | | | | | | | OTHER | | | 7 | |
| WALGREEN CO | COMMON STOCK | 931422109 | 38 | 521 | SH | | DEF/OTH | | | 52 | |
| | | | 1 | 35 | SH | | SOLE | 35 | | | |
| | | | 531 | 14569 | SH | | DEFINED | 344 | | | |
| | | | | | | | DEFINED | | | 1422 | |
| | | | 22 | 600 | SH | | OTHER | | | 60 | |
| | | | 13 | 369 | SH | | DEF/OTH | | | 36 | |
| COLUMN TOTALS | | | 2228 | | | | | | | | |

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|----------------------------------|-------------------|-----------|-------------------|-------|----|--------|-------------|--------------------|-------------------|---------------|--------|
| | | | | PRN | SH | AMOUNT | | | | PRN | SHARED |
| WELLS FARGO & CO | COMMON STOCK | 949746101 | 242 | 6997 | SH | | | SOLE | | 1275 | |
| | | | 431 | 12478 | SH | | | SOLE | | 4050 | |
| | | | 38 | 1089 | SH | | | DEFINED | | 589 | |
| XPO LOGISTICS INC | COMMON STOCK | 983793100 | 728 | 59441 | SH | | | OTHER | | 59441 | |
| ACCENTURE PLC | FOREIGN STOCK | G1151C101 | 242 | 3449 | SH | | | DEFINED | | 607 | |
| | | | 169 | 2420 | SH | | | SOLE | | 988 | |
| | | | 20 | 292 | SH | | | DEFINED | | 242 | |
| NOBLE CORPORATION SWITZERLAND | COMMON STOCK | H5833N103 | 124 | 3454 | SH | | | OTHER | | 583 | |
| | | | 95 | 2668 | SH | | | SOLE | | 1124 | |
| | | | 9 | 259 | SH | | | DEFINED | | 259 | |
| COLUMN TOTALS | | | 2098 | | | | | | | | |
| AGGREGATE TOTAL | | | 55123 | | | | | | | | |

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 154

Form 13F Information Table Value Total: \$55,123

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment Managers with respect to which this report is filed, other than the Manager filing this report.

NONE