

DWIGHT CRAIG M
Form 4
May 11, 2018

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DWIGHT CRAIG M

2. Issuer Name and Ticker or Trading Symbol
HORIZON BANCORP INC /IN/ [HBNC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
515 FRANKLIN SQ
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/09/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Executive Officer

MICHIGAN CITY, IN 46360

4. If Amendment, Date 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

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/09/2018		M		1,907	A	\$ 15.89
Common Stock	05/09/2018		S		1,907	D	\$ 29.87
Common Stock	05/10/2018		M		2,596	A	\$ 15.89
Common Stock	05/10/2018		S		2,596	D	\$ 29.84
Common Stock	05/10/2018		M		6,884	A	\$ 15.57

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Common Stock	05/10/2018	S	6,884	D	\$ 29.84	151,246	D	
Common Stock						93,193	I	By ESOP
Common Stock						26,200	I	By ThriftPlan

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 15.89	05/09/2018		M		1,907		03/17/2018 ⁽¹⁾	03/17/2025	Common Stock	1,907
Employee Stock Option	\$ 15.89	05/10/2018		M		2,596		03/17/2018 ⁽¹⁾	03/17/2025	Common Stock	2,596
Employee Stock Option	\$ 15.57	05/10/2018		M		6,884		03/15/2019 ⁽²⁾	03/15/2026	Common Stock	6,884

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DWIGHT CRAIG M 515 FRANKLIN SQ MICHIGAN CITY, IN 46360			Chief Executive Officer	

Signatures

/s/ Craig M.
Dwight

05/11/2018

__Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

(1) The option was granted on 03/17/2015 and vested in three equal installments beginning on the first anniversary of the date of grant.

(2) The option was granted on 03/15/2016 and vested in three equal installments beginning on the first anniversary of the date of grant.

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

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