

NEFF JAMES D
Form 4
August 31, 2017

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 *
NEFF JAMES D

(Last) (First) (Middle)

515 FRANKLIN SQUARE

(Street)

MICHIGAN CITY, IN 46360

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

HORIZON BANCORP /IN/ [HBNC]

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

08/29/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	08/29/2017		S	D	\$ 26.05	147,176	D
Common Stock	08/29/2017		M	A	\$ 13.49	148,821	D
Common Stock	08/29/2017		S	D	\$ 26.05	147,176	D
Common Stock	08/29/2017		M	A	\$ 14.8	154,443	D
Common Stock	08/29/2017		S	D	\$ 26.05	147,176	D

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Common Stock	08/29/2017	M	2,100	A	\$ 15.89	149,276	D	
Common Stock						30,038	I	By SERP
Common Stock						12,924	I	By ESOP
Common Stock						18,417	I	By Thrift

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	\$ 13.49	08/29/2017		M	1,645	06/18/2016 ⁽¹⁾ 06/18/2023	Common Stock	1,645			
Employee Stock Option	\$ 14.8	08/29/2017		M	7,267	03/18/2017 ⁽²⁾ 03/18/2024	Common Stock	7,267			
Employee Stock Option	\$ 15.89	08/29/2017		M	2,100	03/17/2017 ⁽³⁾ 03/17/2025	Common Stock	2,100			

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
	Executive Vice President

NEFF JAMES D
515 FRANKLIN SQUARE
MICHIGAN CITY, IN 46360

Signatures

/s/ Mark E. Secor, Attorney-in-Fact for James D.
Neff

08/31/2017

__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 06/18/2013 and vested in three equal installments beginning on the first anniversary of the date of the grant.

(2) The option was granted 03/18/2014 and vested in three equal installments beginning on the first anniversary of the date of the grant.

(3) The option was granted 03/17/2015 and vested in two equal installments beginning on the first anniversary of the date of the 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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