

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)

08/30/2017

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)
			Code	V Amount (A) or (D) Price			
Common Stock	08/30/2017		S	3,559 D \$ 26.05	147,176	D	
Common Stock	08/30/2017		M	3,559 A \$ 15.89	150,735	D	
Common Stock	08/30/2017		S	3,084 D \$ 26.05	147,176	D	
Common Stock	08/30/2017		M	3,084 A \$ 15.57	150,260	D	
Common Stock					30,038	I	By SERP

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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	\$ 15.89	08/30/2017		M	3,559	03/17/2017 ⁽¹⁾ 03/17/2025	Common Stock	3,559	
Employee Stock Option	\$ 15.57	08/30/2017		M	3,084	03/15/2017 ⁽²⁾ 03/15/2026	Common Stock	3,084	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NEFF JAMES D 515 FRANKLIN SQUARE MICHIGAN CITY, IN 46360	Executive Vice President

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 03/17/2015 and vested in two equal installments beginning on the first anniversary of the date of the grant.

(2) The option was granted 03/15/2016 and vested in one equal installment 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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