

NEFF JAMES D
Form 4
August 31, 2017

FORM 4

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

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

OMB APPROVAL

OMB
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(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
X Officer (give title below) ____ Other (specify
below)

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| Common Stock | 08/29/2017 | | S | 1,645 D | \$ 26.05 | 147,176 | D |
| Common Stock | 08/29/2017 | | M | 1,645 A | \$ 13.49 | 148,821 | D |
| Common Stock | 08/29/2017 | | S | 7,267 D | \$ 26.05 | 147,176 | D |
| Common Stock | 08/29/2017 | | M | 7,267 A | \$ 14.8 | 154,443 | D |
| Common Stock | 08/29/2017 | | S | 2,100 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | 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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