

DWIGHT CRAIG M
Form 4
November 22, 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 *
DWIGHT CRAIG M

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
11/21/2017

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/21/2017		M	3,598	A \$ 14.8	154,223	D
Common Stock	11/21/2017		S	3,598	D \$ 27.19	150,625	D
Common Stock	11/21/2017		M	9,006	A \$ 15.89	159,631	D
Common Stock	11/21/2017		S	9,006	D \$ 27.19	150,625	D
Common Stock	11/21/2017		M	6,836	A \$ 15.57	157,461	D

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Common Stock	11/21/2017	S	6,836	D	\$ 27.19	150,625	D	
Common Stock						92,241	I	By ESOP
Common Stock						25,403	I	By Thrift Plan

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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 14.8	11/21/2017		M	3,598	<u>(1)</u> 03/18/2024	Common Stock	3,598	
Employee Stock Option (right to buy)	\$ 15.89	11/21/2017		M	9,006	<u>(2)</u> 03/17/2025	Common Stock	9,006	
Employee Stock Option (right to buy)	\$ 15.57	11/21/2017		M	6,836	<u>(3)</u> 03/15/2026	Common Stock	6,836	

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

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Director 10% Owner Officer Other

DWIGHT CRAIG M
515 FRANKLIN SQUARE X Chief Executive Officer
MICHIGAN CITY, IN 46360

Signatures

/s/ Mark E. Secor, as attorney-in-fact for Craig M.
Dwight

11/22/2017

__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 options vested in three equal annual installments beginning on the first anniversary of the 3/18/2014 date of grant.
- (2) The options vest in three equal annual installments beginning on the first anniversary of the 3/17/2015 date of grant.
- (3) The options vest in three equal annual installments beginning on the first anniversary of the 3/15/2016 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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