

NEFF JAMES D  
Form 4  
March 06, 2019

**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

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 SQUARE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/04/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |  |
| Common Stock                    |                                      |  |                                |   | 248,521 <sup>(1)</sup>  | D  |  |
| Common Stock                    |                                      |  |                                |   | 45,057  | I  | By SERP                                    |
| Common Stock                    |                                      |  |                                |   | 10,455 <sup>(1)</sup> <sup>(2)</sup>  | I  | By ESOP                                    |
| Common Stock                    |                                      |  |                                |   | 15,288 <sup>(1)</sup> <sup>(2)</sup>  | 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) | 8. Price or Amount of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------------------|
| Deferred Stock Units                       | (3)  | 03/04/2019                           |  | A                              | 34,090  | (3) (3)  | Common Stock  | 34,090 \$                    |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |           |       |
|--|---------------|-----------|-----------|-------|
|  | Director      | 10% Owner | Officer   | Other |
| NEFF JAMES D<br>515 FRANKLIN SQUARE<br>MICHIGAN CITY, IN 46360 |               |           | President |       |

## Signatures

/s/Mark E. Secor, as Attorney-in-Fact for James D. Neff 03/06/2019

\_\_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) During 2018, Mr. Neff completed in-service withdrawals totaling 24,150 common shares from the Horizon ESOP (9,834 common shares) and the Horizon Thrift Plan (14,316 common shares) and moved those shares to a self-directed IRA. As a result, the beneficial ownership of those shares did not change (other than changing from indirect beneficial ownership to direct beneficial ownership), and the above common share totals now reflect the transfer of those shares.

(2) Adjusted to reflect additional shares allocated to the reporting person's benefit plan account after the date of the reporting person's last ownership report.

(3) Each Deferred Stock Unit ("DSU") is the economic equivalent of one share of common stock. The DSU's become payable, in cash or common stock or a combination of the two, at the discretion of Horizon upon the conditions described in the Horizon Bancorp Supplemental Executive Retirement Plan (Frozen) and the Horizon Bancorp 2005 Supplemental Executive Retirement Plan.

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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