

HORIZON BANCORP /IN/
Form 4
July 20, 2016

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 *
Thompson Michele 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)
07/18/2016

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

MICHIGAN CITY, IN 46360

(City) (State) (Zip)

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

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) | Amount | Price | | | | |
| | | | | Code | V | Amount | (D) | Price | | |
| Common Stock | 07/18/2016 | | A | | 12,708 | A | 11 | 12,708 | D | |
| Common Stock | 07/18/2016 | | A | | 2,219 | A | 11 | 2,219 | I | By ESOP |
| Common Stock | 07/18/2016 | | A | | 2,572 | A | 11 | 2,572 | I | By 401(k) |
| Common Stock | 07/18/2016 | | A | | 4,181 | A | 11 | 4,181 | I | By IRA |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not

SEC 1474 (9-02)

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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 of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Thompson Michele M. 515 FRANKLIN SQUARE MICHIGAN CITY, IN 46360 | | X | | |

Signatures

Mark E. Secor, as Attorney-in-Fact for Michele M. Thompson
 Signature: _____ Date: 07/20/2016

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) This common stock was received in exchange for a portion of the Reporting Person's shares of LaPorte Bancorp, Inc. common stock in connection with the merger of LaPorte Bancorp, Inc. into Horizon Bancorp (the "Merger"). The Reporting Person received cash for the remaining portion of the Reporting Person's LaPorte Bancorp, Inc. common stock in the Merger. The exchange ratio in the Merger was 0.629 shares of Horizon Bancorp common stock for each share of LaPorte Bancorp, Inc. common stock (with no fractional shares issued). At the effective time of the Merger, the closing price of LaPorte Bancorp, Inc. common stock was \$17.15 per share, and the closing price of Horizon Bancorp common stock was \$26.31 per share. The Reporting Person's indirect holdings in the ESOP and 401(k) of LaPorte Bancorp, Inc. increased prior to the Merger but were not yet reportable pursuant to Section 16 of the Securities Exchange Act of 1934, as amended, and those increases are reflected herein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.