

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

| | | | |
|---|---|---|-----------------------------|
| 1 Issuer's name HORIZON BANCORP | | 2 Issuer's employer identification number (EIN) 35-1562417 | |
| 3 Name of contact for additional information DONA LUCKER | 4 Telephone No. of contact (219) 874-9272 | 5 Email address of contact dlucker@accesshorizon.com | |
| 6 Number and street (or P.O. box if mail is not delivered to street address) of contact 515 FRANKLIN STREET | | 7 City, town, or post office, state, and Zip code of contact MICHIGAN CITY, INDIANA 46350 | |
| 8 Date of action APRIL 3, 2014 | | 9 Classification and description SEE ATTACHMENT | |
| 10 CUSIP number 440407104 | 11 Serial number(s) | 12 Ticker symbol HRNG | 13 Account number(s) |

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ SEE ATTACHMENT

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ SEE ATTACHMENT

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ SEE ATTACHMENT

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
IRC SECTIONS 302, 318, 354, 356, 358, 361, 368, 1001, 1032, and 1223.

18 Can any resulting loss be recognized? ▶ No loss can be recognized in connection with the of exchange of SCB common stock for shares of Horizon common stock and cash, but if a taxable loss is calculated on the deemed sale of a fractional share of Horizon common stock deemed to have been received in the exchange, this loss can be recognized.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The transaction was consummated on April 3, 2014. Consequently, the reportable tax year for reporting the tax effect of the share exchange is the tax year that includes April 3, 2014. This is the 2014 tax year for those shareholders who report taxable income on the basis of a calendar year.

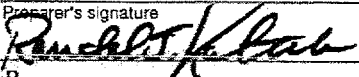
Shareholders should consult their own tax advisors as to the specific tax consequences to them resulting from the merger, including tax return reporting requirements. This information is not tax advice and is not intended or written to be used, and cannot be used, by any shareholder of SCB, any shareholder of Horizon or any other person for the purpose of avoiding penalties that may be imposed by the Internal Revenue Service.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶  Date ▶ 5-13-14

Print your name ▶ Mark E. Secor Title ▶ Chief Financial Officer

| | | | | | |
|-------------------------------|---|---|------------|--|----------------|
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | Check <input checked="" type="checkbox"/> if self-employed | PTIN |
| | Randal J. Kaltenmark |  | 5-13-14 | | p01473312 |
| | Firm's name ▶ Barnes & Thornburg LLP | Firm's EIN ▶ | 35-0900596 | Phone no. ▶ | (317) 236-1313 |
| | Firm's address ▶ 11 S. Meridian St., Indianapolis, IN 46204 | | | | |

HORIZON BANCORP

35-1562417

ATTACHMENT TO FORM 8937

REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES

FORM 8937: PART I, BOX 9:

Horizon Bancorp (“Horizon”) common stock issued in exchange for SCB Bancorp, Inc. (“SCB”) common stock.

FORM 8937: PART II, BOX 14:

The reportable organizational action involves the merger of SCB with and into Horizon on April 3, 2014.

FORM 8937: PART II, BOX 15:

Each SCB shareholder that received shares of Horizon common stock and cash in the exchange is required to determine the tax basis of the shares of Horizon common stock so received by performing the following calculations separately for each identifiable block of SCB common stock surrendered in the exchange for Horizon common stock having a common tax basis:

- Begin with the aggregate tax basis of the SCB common stock surrendered in the exchange;
- Add the amount of recognized taxable gain, if any, (excluding any gain or loss resulting from the deemed receipt and sale of fractional shares described below);
- Add the amount of recognized tax loss that was disallowed in connection with the exchange, if any, (excluding any gain or loss resulting from the deemed receipt and sale of fractional shares described below);
- Subtract the total amount of cash received (excluding any cash received in lieu of fractional shares described below); and
- Subtract the tax basis in any fractional shares of Horizon common stock that was deemed to have been received in the exchange and immediately sold.

The resulting figure represents the aggregate tax basis of the shares of Horizon common stock received in the exchange for that identifiable block of SCB common stock transferred. The tax basis of each individual share of Horizon common stock within this identifiable block is determined by dividing this aggregate tax basis by the number of shares of Horizon common stock that comprise this identifiable block.

FORM 8937 PART II, BOX 16:

As a result of the merger, (i) each share of SCB common stock owned by a shareholder owning 100 or more shares of SCB common stock was exchanged for \$5.15 in cash and 0.4904 shares of Horizon common stock. To the extent such exchange would have resulted in the issuance of a fractional share of Horizon common stock to an SCB shareholder, a cash payment equal to the market value equivalent of such fractional share was paid in lieu of issuing a fractional share of Horizon common stock. The Horizon common stock price used to determine the fractional share consideration was the average daily closing sales prices of a share of Horizon common stock (rounded to the nearest cent) on the NASDAQ Global Market during the fifteen (15) consecutive trading day period ending on April 1, 2014, or \$22.08.