

OLD NATIONAL BANCORP /IN/

Form 4

October 11, 2005

**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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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Ellsperrmann Caroline J

2. Issuer Name **and** Ticker or Trading  
Symbol  
OLD NATIONAL BANCORP /IN/  
[ONB]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
508 WYNDCLYFF DR  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/15/2005

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
PRESIDENT - WEALTH MANAGEMENT

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

EVANSVILLE, IN 47711

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------|
| COMMON<br>STOCK                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                        | Price                                                                                                              | 6,100                                                                   | D                                                           |
| COMMON<br>STOCK                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 2,720                                                                   | I<br>KENNETH<br>ELLSPERMANN<br>- SPOUSE                     |
| COMMON<br>STOCK                       | 09/15/2005                              |                                                             | J V                                  | 14.929 A                                                                | \$<br>21.7789                                                                                                      | 1,472.107 I                                                             | CAROLINE<br>ELLSPERMAN -<br>ONB ESOP                        |
| COMMON<br>STOCK                       | 09/15/2005                              |                                                             | J V                                  | 17.99 A                                                                 | \$<br>21.7789                                                                                                      | 1,773.499 I                                                             | KENNETH<br>ELLSPERMAN -<br>ONB ESOP                         |

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COMMON STOCK 09/15/2005 J V 8.05 A \$ 21.7789 930.846 D <sup>(1)</sup>

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 required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                             | Date<br>Exercisable<br>Expiration<br>Date                      | Title<br>Amount<br>or<br>Number<br>of Shares                        |
| EMPLOYEE<br>STOCK<br>OPTION                         | \$ 21.7                                                               |                                         |                                                             |                                         |                                                                                                                       | 02/01/2002 06/27/2011                                          | COMMON<br>STOCK 3,525                                               |
| EMPLOYEE<br>STOCK<br>OPTION                         | \$ 20.59                                                              |                                         |                                                             |                                         |                                                                                                                       | 01/22/2003 01/22/2012                                          | COMMON<br>STOCK 7,178                                               |
| EMPLOYEE<br>STOCK<br>OPTION                         | \$ 20.68                                                              |                                         |                                                             |                                         |                                                                                                                       | 01/31/2004 01/31/2013                                          | COMMON<br>STOCK 10,474                                              |
| EMPLOYEE<br>STOCK<br>OPTION                         | \$ 20.43                                                              |                                         |                                                             |                                         |                                                                                                                       | 12/31/2004 02/02/2014                                          | COMMON<br>STOCK 2,100                                               |
| EMPLOYEE<br>STOCK<br>OPTION                         | \$ 21.7                                                               |                                         |                                                             |                                         |                                                                                                                       | 02/01/2002 06/27/2011                                          | COMMON<br>STOCK 6,077                                               |
| EMPLOYEE<br>STOCK<br>OPTION                         | \$ 20.59                                                              |                                         |                                                             |                                         |                                                                                                                       | 01/22/2003 01/22/2012                                          | COMMON<br>STOCK 7,178                                               |
| EMPLOYEE<br>STOCK<br>OPTION                         | \$ 20.68                                                              |                                         |                                                             |                                         |                                                                                                                       | 01/31/2004 01/31/2013                                          | COMMON<br>STOCK 10,474                                              |

EMPLOYEE  
STOCK  
OPTION

\$ 20.43

12/31/2004 02/02/2014

COMMON  
STOCK 1,470

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships                             |
|--------------------------------------------------------------------|-------------------------------------------|
|                                                                    | Director    10% Owner    Officer    Other |
| Ellspermann Caroline J<br>508 WYNDCLYFF DR<br>EVANSVILLE, IN 47711 | PRESIDENT - WEALTH MANAGEMENT             |

## Signatures

JEFFREY L KNIGHT, EXECUTIVE VP AND CHIEF LEGAL COUNSEL, AS  
ATTORNEY-IN-FACT

07/12/2005

\_\_\_\_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) Registered as joint tenants - Kenneth and Caroline Ellspermann - held by broker.

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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