

GERMAN AMERICAN BANCORP  
Form 4  
February 19, 2003

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed By  
Romeo and Dye's  
Section 16 Filer  
www.section16.net

1. Name and Address of Reporting Person* <b>SENDELWECK KENNETH L</b> (Last) (First) (Middle) <b>1476 MARTHA DR</b>  (Street) <b>JASPER, IN 47546</b>  (City) (State) (Zip)		2. Issuer Name <b>and</b> Ticker or Trading Symbol <b>GERMAN AMERICAN BANCORP GABC</b>		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <b>SECRETARY AND TREASURER</b> Other (specify below)	
		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)  <b>309-62-3913</b>		4. Statement for Month/Day/Year <b>2/15/03</b>	
				5. If Amendment, Date of Original (Month/Day/Year)	
				7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans-action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Trans-action Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned Follow-ing Reported Transactions(s) (Instr. 3 & 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	2/15/03		F		1363	D	\$18.86		D	
Common Stock	2/15/03		M		81	A	\$13.1519		D	
Common Stock	2/15/03		M		1968	A	\$12.5256	5536.8479 <sup>(1)</sup>	D	
Common Stock								5084	I	Held in IRA Account

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

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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**FORM 4 (continued) 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 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$18.86	2/15/03		A		6200		(2)	2/15/08	2/15/08	Common Stock	6200	6200	D	
Employee Stock Option (Right to Buy)	\$18.86	2/15/03		A		1307			2/15/04	7/01/05	Common Stock	1307	1307	D	
Employee Stock Option (Right to Buy)	\$18.86	2/15/03		A		56			2/15/04	2/15/06	Common Stock	56	56	D	
Employee Stock Option (Right to Buy)	\$12.5256	2/15/03		M		1968			7/1/00	7/1/05	Common Stock	1968	5903	D	
Employee Stock Option (Right to Buy)	\$13.1519	2/15/03		M		81			2/15/01	2/15/06	Common Stock	81	2720	D	

Explanation of Responses:

(1) Shares previously reported as Direct "Joint with Spouse"

(2) The option is exercisable in increments of the option granted on each of the first five anniversary dates of the Grant Date.

By: /s/ **Kenneth L Sendelweck**

**2/19/03**

Date

\*\*Signature of Reporting Person

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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