

HINTON MICHAEL R  
 Form 4  
 January 07, 2003

FORM 4

UNITED STATES SECURITIES AND  
 EXCHANGE COMMISSION  
 Washington, DC 20549

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 194

OMB  
 APPROVAL  
 OMB Number:  
 3235-0287  
 Expires: January  
 31, 2005

Estimated average  
 burden  
 hours per  
 response...0.5

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

(Print or Type Responses)

0

1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
Hinton, Michael R.			Old National Bancorp ONB			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Executive Vice President Evansville Regional Executive								
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year		7. Individual or Joint/Group Filing (Check Applicable Line)							
10900 Browning Road					December 6, 2002									
(Street)					5. If Amendment, Date of Original (Month//Day/Year)		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Security (Instr. 3)			2A. Transaction Date (Month/Day/Year), if		3. Transaction Code (Instr. 8)		4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially		6. Ownership Form: Direct (D)		7. Nature of Beneficial Ownership	

Edgar Filing: HINTON MICHAEL R - Form 4

	Day (Month/Day/Year)	Code	V	Amount	(A) or (D)	Price	Owned or Following Reported Transaction(s)	Indirect (Instr. 4)
Common stock	12/13/02	G	V	740.000	D	8878.238	D	
	12/16/02	J	V	74.074	A	NA		
Common stock	12/06/02	L	V	4.205	A	23.77937.277	I1	
	12/16/02	J	V	4.414	A	NA		
Common stock						18,719.526	I2	
Common stock	12/16/02	J	V	7.590	A	NA985.481	I3	
Common stock						803.000	I4	
Common stock						7,798.500		
J 4Q2002 Full Reinvestment Cash Dividend								
D Michael R Hinton								
I1 Michael Hinton CF Taylor Hinton								
I2 ONB Emp Savings and Profit Sharing Plan								
I3 Debra D Hinton spouse								
I4 Debra D Hinton spouse broker held								
I5 Debra D Hinton spouse								

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/Year)	3A. Deemed Execution Date, if any (Month/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired or Disposed of (Instr. 3, 4)	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 or Reported	10. Ownership of Derivative Security (Instr. 4)

Edgar Filing: HINTON MICHAEL R - Form 4

		Date/Year)		and 5)		Date	Expiration	Title	Amount or Number of Shares	Transaction(s) (Instr. 4)	Indirect (Instr. 4)
		Code	V	(A)	(D)						
Employee Stock Option	\$25.13	6/27/01	A	V		(1)	6/27/2011	common stock	74,340	N/A	Direct (D)
Right to Buy					74,340						
Employee Stock Option	\$25.13	6/27/01	A	V		(2)	6/27/2011	common stock	13,746	N/A	Direct (D)
Right to Buy					13,746						
Employee Stock Option	\$23.83	1/22/02	A	V		(3)	1/22/2012	common stock	83,000	N/A	Direct (D)
Right to Buy					83,000						

Explanation of Responses:

(1) The Option vests in 4 equal installments beginning on February 1, 2002.\* (\*) Subject to Accelerated Vesting in Certain Circumstances.

(2) The Option is Immediately Exercisable.

