

HINTON MICHAEL R
Form 4
April 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
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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).

(Print or Type Responses)

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1. Name and Address of Reporting Person*			2. Issuer Name and 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)			
(Last) (First) (Middle) 10900 Browning Road			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Day/Year			
(Street) Evansville, IN 47711						March 6, 2003 <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
(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	2B. Transaction Code (Instr. 8)	3. Transaction Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially	6. Ownership Form (Direct (D))	7. Nature of Ownership (Indirect Beneficial Ownership)

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	Day (Year)	Code (Month/Day/ Year)	V	Amount	(A) or (D)	Price	Owned or Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (Instr. 4)
Common stock	03/17/03	J	V	81.523	A	N/A	103.673	D
Common stock	03/06/03	L	V	4.518	A	22.1365	14.592	I1
	03/17/03	J	V	5.375	A	N/A		
Common stock						20,435.795		I2
Common stock	03/17/03	J	V	9.049	A	N/A	143.804	I3
Common stock						843.000		I4
Common stock							8,187.900	
J 1Q2003 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								

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

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. 3 and 4)	9. Number of Derivative Securities Owned or Reported	10. Ownership of Derivative Security (Instr. 4)

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		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	\$23.9365	6/27/01	A	V		(1)	6/27/2011	common stock	78,057	N/A	Direct (D)
Right to Buy					78,057						
Employee Stock Option	\$23.9365	6/27/01	A	V		(2)	6/27/2011	common stock	14,433	N/A	Direct (D)
Right to Buy					14,433						
Employee Stock Option	\$22.6952	1/22/02	A	V		(3)	1/22/2012	common stock	87,150	N/A	Direct (D)
Right to Buy					87,150						
Employee Stock Option	\$22.8000	1/31/03	A	V		(4)	1/31/2013	common stock	130,000	N/A	Direct (D)
Right to Buy					130,000						

Explanation of Responses:

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

Certain Circumstances.

(2) The Option is Immediately Exercisable.

(3) The Option vests in 4 equal annual installments beginning on January 22, 2003.* (*) Subject to Accelerated Vesting in Certain Circumstances.

(4) The Option vests in 4 equal annual installments beginning on January 31, 2004.* (*) Subject to Accelerated Vesting in Certain Circumstances.

	**Signature of Reporting Person		Date		

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).

** 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.

Last Update: 09/05/2002