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GERMAN AMERICAN BANCORP

Form 4 February 19, 2003

obligations may continue.

See Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16.

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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* SENDELWECK KENNETH L					Tame and T		GABC	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 1476 MARTHA	of Rep	orti	lentification ng Person, v (voluntary			atement for th/Day/Year					
				;	309-62-391	3			SECRETARY FREASURER		
JASPER, IN 47					Date	of Original nth/Day/Year)	Check Applica Form filed by Person Form filed by	Individual or Joint/Group Filing Check Applicable Line) Form filed by One Reporting erson Form filed by More than One eporting Person			
(City)	(State)	(Zip)		Tab	ole I Non-	-Deriv	ative Secu	rities Acquired, Dispo	sed of, or Ben	eficially Owned	
Security	y action Execution 3) Date Date, (Month/ Day/ if any Year) (Month/Day/				4. Securities or Dispose (Instr. 3, 4) Amount	d of (I		5. Amount of Securities Beneficially Owned Follow- ing Reported	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		Year)				or (D)		Transactions(s) (Instr. 3 & 4)	(Instr. 4)		
Common Stock	2/15/03		F		1363	(D) D	\$18.8		D		
Common Stock	2/15/03		M		81	A	\$13.151	9	D		
Common Stock	2/15/03		M		1968	A	\$12.525	5536.8479	D (1) D		
Common Stock								50	84 I	Held in IRA Account	

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

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(e.g., puts, calls, warrants, options, convertible securities)

					_	_		<u> </u>							
1. Title of	2. Conver-	3.	3A.	4.		5. Number		Date Exercisable		7. Title and		8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-				and Expiration		Amount of		Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action		Derivative						Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code				(Month/Day/		Securities				Form	Ownership
(Instr. 3)	Derivative	Bute	if any	Couc		Acqu		Year)		(Instr. 3 &		(Instr. 5)	Owned	of Deriv-	(Instr. 4)
(1113tr. 5)	Security	(Month/	(Month/	(Instr.		(A) o		10)		(msu. 5 a	- 1)		Following	ative	(111311. 1)
	Security	(Mohili) Day/	,	(msu. 8)		Dispo							Reported	Security:	
		Year)	Year)	0)											
		i cai)	r car)			of (D)						` ′	Direct	
						_							(Instr. 4)	(D)	
						(Instr	. 3, 4							or	
						& 5)								Indirect	
				Code	V	(A)	(D)	Date	Expira-	Title	Amount	1		(I)	
				Code	•	(11)			tion		or			(Instr. 4)	
								Exer-cisable							
									Date		Number				
											of				
											Shares				
Employee	\$18.86	2/15/03		A		6200		(2)	2/15/08	Common	6200	1	6200	D	
Stock										Stock					
Option															
(Right to															
Buy)															
Employee	¢10 06	2/15/03		Α		1307		2/15/04	7/01/05	Common	1307		1307	D	
Stock	\$10.00	2/15/05		A		1307		2/13/04	//01/03	Stock	1307		1307	D	
										Stock					
Option															
(Right to															
Buy)															
Employee	\$18.86	2/15/03		A		56		2/15/04	2/15/06	Common	56		56	D	
Stock										Stock					
Option															
(Right to															
Buy)															
	\$12.5256	2/15/02		M			1069	7/1/00	7/1/05	Common	1968		5903	D	
Employee	\$12.5256	2/15/03		IVI			1708	//1/00	//1/05		1908		5903	ן ע	
Stock										Stock					
Option															
(Right to															
Buy)															
Employee	\$13.1519	2/15/03		M			81	2/15/01	2/15/06	Common	81		2720	D	
Stock	420,12019						"			Stock				~	
Option										Stock					
(Right to															
Buy)															

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

<u>2/19/03</u> 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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