Edgar Filing: OLD NATIONAL BANCORP /IN/ - Form 4

OLD NATIO Form 4 July 07, 2006	NAL BANCORP /	IN/										
FORM	$ 4 _{\text{UNITED ST}}$	ATES SECU	OTTIEC					MISSION	OMB APF	ROVAL		
-	UNITED ST		S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287		
Check thi				Number: Ja Expires:	January 31,							
if no long subject to Section 16 Form 4 or	51 A I E ME	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								2005 erage per 0.5		
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction Form 5 obligations Mage Continue. See Instruction 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												
(Print or Type R	esponses)											
1. Name and A Wolking Ch	Symbol	2. Issuer Name and Ticker or Trading Symbol OLD NATIONAL BANCORP /IN				Issuer	5. Relationship of Reporting Person(s) to Issuer					
		OLD N [ONB]	ATION	NAL	L BANCO	RP /I	N/	(Check	all applicable)			
(Last)	(First) (Mide		3. Date of Earliest Transaction					Director 10% Owner X Officer (give title Other (specify				
812 S ALVO		(Month/Day/Year) <u>-A</u> below 06/15/2006					w) below) EXECUTIVE VP - CFO					
	(Street)							dividual or Joint/Group Filing(Check icable Line)				
EVANSVIL	LE, IN 47714						Fe	form filed by Or form filed by Mo	e Reporting Personal			
							Persor	•	ne man one Repe	orting		
(City)	(State) (Zip	^{o)} Tab	le I - No	n-De	erivative Sec	curitie		1	or Beneficially	-		
(City) 1.Title of Security (Instr. 3)	2. Transaction Date 2 (Month/Day/Year) E	A. Deemed	3. Transa Code	actio		s Acq f (D) and 5)	es Acquired, uired (A) or	Disposed of, 5. Amount o Securities Beneficially Owned Following	or Beneficially f 6. Ownership Form: Direct (D) or Indirect	Owned 7. Nature		
1.Title of Security	2. Transaction Date 2 (Month/Day/Year) E	A. Deemed Execution Date, if	3. Transa Code	actio 8)	4. Securitie nDisposed o	s Acq f (D)	es Acquired, uired (A) or	Disposed of, 5. Amount o Securities Beneficially Owned	or Beneficially f 6. Ownership Form: Direct (D) or Indirect (I) s) (Instr. 4)	Owned 7. Nature of Indirect Beneficial Ownership		
1.Title of Security	2. Transaction Date 2 (Month/Day/Year) E	A. Deemed Execution Date, if	3. Transa Code (Instr.	actio 8) V	4. Securitie nDisposed o (Instr. 3, 4 a)	s Acq f (D) and 5) (A) or	es Acquired, uired (A) or	Disposed of, 5. Amount o Securities Beneficially Owned Following Reported Transaction(or Beneficially f 6. Ownership Form: Direct (D) or Indirect (I) s) (Instr. 4)	Owned 7. Nature of Indirect Beneficial Ownership		
1.Title of Security (Instr. 3) COMMON	2. Transaction Date 2 (Month/Day/Year) E a (A. Deemed Execution Date, if	3. Transa Code (Instr.	actio 8) V V	4. Securitie nDisposed o (Instr. 3, 4) Amount	s Acqu f (D) and 5) (A) or (D)	es Acquired, uired (A) or Price \$	Disposed of, 5. Amount o Securities Beneficially Owned Following Reported Transaction((Instr. 3 and	or Beneficially f 6. Ownership Form: Direct (D) or Indirect (I) s) (Instr. 4) 4)	Owned 7. Nature of Indirect Beneficial Ownership		
1.Title of Security (Instr. 3) COMMON STOCK COMMON	2. Transaction Date 2 (Month/Day/Year) E a (0 06/15/2006	A. Deemed Execution Date, if	3. Transa Code (Instr. Code J	actio 8) V V	4. Securitie nDisposed o (Instr. 3, 4 a Amount 1.794	s Acqu f (D) and 5) (A) or (D) A	Price 20.0623	Disposed of, 5. Amount o Securities Beneficially Owned Following Reported Transaction((Instr. 3 and 173.244	or Beneficially f 6. Ownership Form: Direct (D) or Indirect (I) s) (Instr. 4) 4) D (<u>1)</u>	Owned 7. Nature of Indirect Beneficial Ownership		
1.Title of Security (Instr. 3) COMMON STOCK COMMON STOCK COMMON	2. Transaction Date 2 (Month/Day/Year) E a (0 06/15/2006	A. Deemed Execution Date, if	3. Transa Code (Instr. Code J	actio 8) V V V	4. Securitie nDisposed o (Instr. 3, 4 a Amount 1.794	s Acqu f (D) and 5) (A) or (D) A A	Price 20.0623	Disposed of, 5. Amount o Securities Beneficially Owned Following Reported Transaction((Instr. 3 and 173.244 1,089.398	or Beneficially f 6. Ownership Form: Direct (D) or Indirect (I) s) (Instr. 4) 4) D (1) D	Owned 7. Nature of Indirect Beneficial Ownership		

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

- Data 24 Daamad

displays a currently valid OMB control number.

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to Englishinghing and

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SEC 1474 (9-02)

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

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2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	of Derivative	Expiration Date (Month/Day/Year e		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
\$ 21.7					06/27/2001 <u>(2)</u>	06/27/2011	COMMON STOCK	5,4
\$ 21.7					02/01/2002(2)	06/27/2011	COMMON STOCK	17,5
\$ 20.59					01/22/2003(2)	01/22/2012	COMMON STOCK	19,7
\$ 20.68					01/31/2004(2)	01/31/2013	COMMON STOCK	27,5
\$ 20.43					12/31/2004 <u>(2)</u>	02/02/2014	COMMON STOCK	2,1
\$ 21.65					02/01/2007(4)	02/24/2016	COMMON STOCK	15,5
	Conversion or Exercise Price of Derivative Security \$ 21.7 \$ 21.7 \$ 21.7 \$ 20.59 \$ 20.68 \$ 20.68	Conversion or Exercise Price of Derivative Security \$ 21.7 \$ 21.7 \$ 21.7 \$ 20.59 \$ 20.68 \$ 20.43	Conversion (Month/Day/Year) Execution Date, if any (Month/Day/Year) Derivative Security \$ 21.7 \$ 21.7 \$ 20.59 \$ 20.68 \$ 20.43	Conversion (Month/Day/Year) Execution Date, if any Code (Instr. 8) Derivative Security Code (Instr. 8) 21.7 \$ 21.7 \$ 21.7 \$ 20.59 \$ 20.68 \$ 20.43	Conversion (Month/Day/Year) Execution Date, if any (Month/Day/Year) Code of Derivative Security (Month/Day/Year) (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) \$ 21.7 \$ 21.7 \$ 20.59 \$ 20.68 \$ 20.43	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code of (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)\$ 21.706/27/2001(2) (Instr. 3)Date Exercisable Code V (A) (D)Date Exercisable (D) (Instr. 3)\$ 21.706/27/2001(2) (Instr. 3)01/22/2003(2) (Instr. 3)\$ 20.5901/22/2003(2) (Instr. 3)01/31/2004(2) (Instr. 3)\$ 20.6801/31/2004(2) (Instr. 3)12/31/2004(2) (Instr. 3)	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)Transactio/Number Code of (Instr. 8)Expiration Date (Month/Day/Year)Price of Derivative Security(Month/Day/Year)Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Date Exercisable DateExpiration Date\$ 21.7Code VV(A) (D)Of/27/2001(2) Of/27/2001(2)Of/27/2011\$ 21.7Of/27/2001(2) Of/27/2001(2)Of/27/2011Of/27/2011\$ 20.59O1/22/2003(2) O1/22/2003(2)O1/22/2003(2) O1/22/2012O1/22/2003(2) O1/22/2012\$ 20.68O1/31/2004(2) O2/01/2004(2)O1/31/2004(2) O2/02/2014O1/31/2004(2) O2/02/2014	Conversion or Exercise Price of Derivative Security (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transactio-Number of (Instr. 8) Expiration Date (Month/Day/Year) Underlying Sec (Instr. 3) Underlying Sec (Instr. 3) Underlying Sec (Instr. 3) Underlying Sec (Instr. 3) Instr. 3) In

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner

Officer

Relationships

Other

EXECUTIVE VP - CFO

Wolking Christopher A 812 S ALVORD BLVD EVANSVILLE, IN 47714

Signatures

JEFFREY L KNIGHT, EXECUTIVE VICE PRESIDENT AND GENERAL COUNSEL, AS ATTORNEY-IN-FACT

**Signature of Reporting Person

07/07/2006 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 Christopher & Gail Wolking
- (2) Immediately exercisable.
- (3) Shares held with a broker.
- (4) Option vests in one-third annual installments beginning on 2/1/2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.