

HINTON MICHAEL R
Form 4
February 10, 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) 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					January 10, 2003			
(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)	2B. Transaction Code (Instr. 8)	3. Transaction Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	4. Amount of Securities Beneficially	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership

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	Day (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned or Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (Instr. 4)		
Common stock	01/27/03	J	V	443.912	A	9,322.150	D			
Common stock	01/10/03	L	V	4.215	A	23.726	I1			
	01/27/03	J	V	28.864	A					
Common stock						19,655.493	I2			
Common stock	01/27/03	J	V	49.274	A	1,034.755	I3			
Common stock	01/27/03	J	V	40.000	A	843.000	I4			
Common stock	01/27/03	J	V	389.900	A		8,187.900			
J Shrs recd pursuant to stock dividend on ONB										
common stock with a record date of 1/6/2003										
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)										
1. Title of Derivative Security (Instr. 3)	2. Con- version Exercise Price of Deriv-ative Security	3. Trans- action Date (Month/ Date/ Date/	3A. Deemed Execution Date, if any	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	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 Following (Instr. 6)	10. Ownership Form Indirect Beneficial Ownership (Instr. 4)

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[illegible]

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.

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		**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