

MOORE DARYL D
 Form 4
 February 10, 2003

FORM 4

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)

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 1940

OMB APPROVAL
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0

1. Name and Address of Reporting Person* Moore, Daryl D.	2. Issuer Name and Ticker or Trading Symbol Old National Bancorp ONB		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner			
(Last) (First) (Middle) 322 Key West Drive	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Day/Year January 27, 2003	<input checked="" type="checkbox"/> Officer (give title below)	Other (specify below)			
			Executive Vice President Chief Credit Officer				
(Street) Evansville, IN 47712	Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned	5. If Amendment, Date of Original (Month//Day/Year)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	Form filed by More than One Reporting Person			
(City) (State) (Zip)							
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Election Date, if any	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned	6. Ownership Form (Direct (D) or Indirect (I))	7. Nature of Ownership (Beneficial or Other)

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	Day/Year) Year)	(Month/Day/ Year)	V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	or (I) (Instr. 4)	Indirect (Instr. 4)
Common stock							14,957.479	I1	
Common stock	01/27/03		J	V	343.754	A	7,218.824	D2	
J Shrs recd pursuant to stock dividend on ONB									
common stock with a record date of 1/6/2003									
I1 ONB Emp Savings and Profit Sharing Plan									
D2 Daryl D Moore									

FORM 4 (continued)		Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibles)						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	

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					4 and 5)						
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option Right to Buy	\$23.9365	6/27/01		A	V	78,057		(1)	6/27/2011	common stock	78,057
Employee Stock Option Right to Buy	\$23.9365	6/27/01		A	V	14,433		(2)	6/27/2011	common stock	14,433
Employee Stock Option Right to Buy	\$22.6952	1/22/02		A	V	87,150		(3)	1/22/2012	common stock	87,150

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.

**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