

MELTON CHRISTOPHER L  
 Form 4  
 January 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*  Melton, Christopher L.		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		
					<input checked="" type="checkbox"/>	Officer (give title below)	<input type="checkbox"/>	Other (specify below)		
					Executive Vice President					
(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)			
					December 6, 2002					
(Street)					5. If Amendment, Date of Original (Month//Day/Year)		<input checked="" type="checkbox"/>	Form filed by One Reporting Person		
Newburgh, IN 47630							<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)		2. Transaction Date (Month/	2A. Deemed Execution Date, if any (Month/Day/	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.	7.
					Amount	(A)	Price	or	Ownership of Form: Indirect or	Nature of Beneficial Ownership

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	Day/Year					or (D)		Following Reported Transaction	Indirect (Instr. 4)
Common stock	12/06/02		L	V	21.027	A23	7793	430.663	D
	12/16/02		J	V	3.155	A	NA		
J Full Reinvestment 4Q2002 Cash Dividend									
D Christopher Melton Rev Trust									

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. Con- version or Exercise Price of Deriv-ative Security	3. Trans- action Date (Month/ Date/ Year)	3A. Deemed Execution Date, if any (Month/ Date/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	

				and 5)				Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V						
Employee Stock Option  Right to Buy	\$25.13	6/27/01		A	V	49,875		(1)	6/27/2011	common stock	49,875
Employee Stock Option  Right to Buy	\$23.83	1/22/02		A	V	57,500		(2)	1/22/2012	common stock	57,500

Explanation of Responses:

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

(2) The Option vests in 4 equal 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