OLD NATIONAL BANCORP /IN/

Form 4

August 03, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

3235-0287 January 31,

Check this box if no longer subject to

Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Symbol

Expires: 2005 Estimated average

OMB APPROVAL

Issuer

5. Relationship of Reporting Person(s) to

(Check all applicable)

burden hours per response... 0.5

Form 4 or Form 5 obligations may 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

2. Issuer Name and Ticker or Trading

OLD NATIONAL BANCORP /IN/

1(b).

(Print or Type Responses)

JONES ROBERT G

1. Name and Address of Reporting Person *

		[ONB]					(Check all applicable)					
	(Last) 1100 SUWA	(First) NNEE	(Middle)	3. Date of (Month/Date 07/05/20	ay/Year		nsaction				le 10% (below) NT AND CE((specify
(Street) EVANSVILLE, IN 47725			4. If Amendment, Date Original Filed(Month/Day/Year)				App _X_	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
	(City)	(State)	(Zip)	Table	I - Not	n-D	arivativa S	acurit		d, Disposed of, o	r Ranaficially	Owned
	1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ate 2A. Dee		3.	actic		ies Ac ed of (4 and 5	quired (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
	COMMON STOCK	08/01/2007			P	V	445	(D)	\$ 14.36	59,095	D (2)	
	COMMON STOCK									80,200	D	
	COMMON STOCK	07/05/2007			L	V	29.834	A	\$ 16.7593	3,856.88	D	
	COMMON STOCK	07/20/2007			L	V	31.999	A	\$ 15.6255	3,888.879	D	
	COMMON STOCK									1,986.006 (5)	I	ONB KSOP

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COMMON STOCK	08/01/2007	P	100	A	\$ 14.5	100	D (6)
COMMON STOCK	08/01/2007	P	1,400	A	\$ 14.49	1,500	D (6)
COMMON STOCK	08/01/2007	P	1,500	A	\$ 14.47	3,000	D (6)
COMMON STOCK	08/01/2007	P	2,900	A	\$ 14.46	5,900	D (6)
COMMON STOCK	08/01/2007	P	1,100	A	\$ 14.45	7,000	D (6)
COMMON STOCK	08/01/2007	P	900	A	\$ 14.41	7,900	D (6)
COMMON STOCK	08/01/2007	P	600	A	\$ 14.4	8,500	D (6)
COMMON STOCK	08/01/2007	P	600	A	\$ 14.39	9,100	D (6)
COMMON STOCK	08/01/2007	P	100	A	\$ 14.38	9,200	D (6)
COMMON STOCK	08/01/2007	P	400	A	\$ 14.37	9,600	D (6)
COMMON STOCK	08/01/2007	P	400	A	\$ 14.35	10,000	D (6)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

		. 0 / 1 /	, , , , , , <u>, , , , , , , , , , , , , </u>			•			
1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisab	le and	7. Title and Am	nount c
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio		Expiration Date		Underlying Sec	
Security	or Exercise		any	Code	of	(Month/Day/Year	;)	(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e			
	Derivative				Securities				
	Security				Acquired				
					(A) or				
					Disposed				
					of (D)				
					(Instr. 3,				
					4, and 5)				
									Amo
						Date Exercisable	Expiration Date	Title	or Num

Code V (A) (D)

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EMPLOYEE STOCK OPTION	\$ 23.99	09/07/2005(1)	09/07/2014	COMMON STOCK	26,2
EMPLOYEE STOCK OPTION	\$ 21.65	02/01/2007(3)	02/24/2016	COMMON STOCK	45,9
EMPLOYEE STOCK OPTION	\$ 18.43	01/25/2008(4)	01/25/2017	COMMON STOCK	59,1

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
JONES ROBERT G 1100 SUWANNEE EVANSVILLE, IN 47725	X		PRESIDENT AND CEO				

Signatures

JEFFREY L KNIGHT, EXECUTIVE VP AND CHIEF LEGAL COUNSEL, AS ATTORNEY-IN-FACT

08/03/2007 Date

**Signature of Reporting Person

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) Immediately exercisable.
- (2) Shares held with a broker.
- (3) Option vests in one-third annual installments beginning on 2/1/2007.
- (4) Option vests in one-third annual installments beginning on 1/25/2008.
- (5) KSOP balance updated based upon current data.
- (6) Shares held in Oltrust FBO Robert and Lisa Jones.

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.

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