OLD NATIONAL BANCORP /IN/

Form 4

August 03, 2007

FORM 4

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

OMB 3235-0287 Number:

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

SECURITIES

response...

5. Relationship of Reporting Person(s) to

1,986.006

(5)

See Instruction

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

COMMON

STOCK

(Print or Type Responses)

1. Name and Address of Reporting Person *

JONES RO	BERT G	Symbol OLD N [ONB]	NATIONAL BANCORP /IN	Issuer (Check all applicable)	
(Last) 1100 SUWA	· · ·		of Earliest Transaction Day/Year) 2007	X Director 10% OwnerX Officer (give title Other (specify below)	
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person					
(City)	(State)	(Zip) Tab	ole I - Non-Derivative Securities	Acquired, Disposed of, or Beneficially Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Code (Instr. 3, 4 and 5)	red (A) 5. Amount of Securities Ownership of Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect Reported (I) Transaction(s) (Instr. 4) Price (Instr. 3 and 4)	
COMMON STOCK	08/01/2007		P 445 A \$	14.36 59,095 D (2)	
COMMON STOCK				80,200 D	
COMMON STOCK	07/05/2007		L V 29.834 A \$1	6.7593 3,856.88 D	
COMMON STOCK	07/20/2007		L V 31.999 A \$1	5.6255 3,888.879 D	

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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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisab	ole and	7. Title and	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date		Underlying	Securities
Security	or Exercise		any	Code	of	(Month/Day/Year	r)	(Instr. 3 and	14)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e			
	Derivative		•	,	Securities	S			
	Security				Acquired				
	•				(A) or				
					Disposed				
					of (D)				
					(Instr. 3,				
					4, and 5)				
							E		Amo
						Date Exercisable	Expiration	Title	or
							Date		Num

Code V (A) (D)

of Sh

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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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