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:

OMB APPROVAL

January 31, Expires: 2005

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Check this box if no longer subject to Section 16. Form 4 or

SECURITIES

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Rickard Candice J			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			OLD NATIONAL BANCORP /IN/ [ONB]	(Check all applicable)		
(Last) (First) (Middle) 290 COVINGTON RIDGE		, ,	3. Date of Earliest Transaction (Month/Day/Year) 07/05/2007	Director 10% Owner Other (specify below) CHIEF RISK OFFICER-EVP		
	(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 Person		
OWENSBORO, KY 42301				Form filed by More than One Reporting Person		

(City)	(State) (Z	Zip) Table	I - Non-Do	erivative Securities Acquire	d, Disposed of, o	r Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	saction Date 2A. Deemed (Day/Year) Execution Date, if any (Month/Day/Year)		4. Securities Acquired (A) onor Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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	07/05/2007		Code V L V	\$	466.768	D	
COMMON STOCK					2,340.227	I (1)	ONB KSOP
COMMON STOCK					10,884	D	

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

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number.

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

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. Dr.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
EMPLOYEE STOCK OPTION	\$ 20.59					01/22/2003(2)	01/22/2012	COMMON STOCK	3,5
EMPLOYEE STOCK OPTION	\$ 20.68					01/31/2004(2)	01/31/2013	COMMON STOCK	8,2
EMPLOYEE STOCK OPTION	\$ 20.43					12/31/2004(2)	02/02/2014	COMMON STOCK	1,0
EMPLOYEE STOCK OPTION	\$ 18.43					01/25/2008(3)	01/25/2017	COMMON STOCK	12,3

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Rickard Candice J

290 COVINGTON RIDGE CHIEF RISK OFFICER-EVP

OWENSBORO, KY 42301

Signatures

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

**Signature of Reporting Person Date

08/03/2007

Reporting Owners 2

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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) Vesting of one-third service based stock net of applicable withholding taxes.
- (2) Immediately exercisable.
- (3) Option vests in one-third annual installments beginning on 1/25/2008.

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.