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OLD NATIONAL BANCORP /IN/ Form 4 March 12, 2008 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MOORE DARYL D Issuer Symbol **OLD NATIONAL BANCORP /IN/** (Check all applicable) [ONB] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_Officer (give title Other (specify (Month/Day/Year) below) below) 322 KEY WEST DRIVE 02/01/2008 EXECUTIVE VICE PRES AND CCO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting EVANSVILLE, IN 47712 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial Direct (D) Ownership (Month/Day/Year) (Instr. 8) Owned Following or Indirect (Instr. 4) Reported (\mathbf{I}) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price COMMON **ONB** 25,192.27 I STOCK **KSOP** COMMON 02/01/2008 9,149.453 D (6) F 378 A 17.01 STOCK COMMON 02/01/2008 F V 441 D (6) Α 9,590.453 17 01 STOCK COMMON 22,400 D STOCK COMMON 350 $D^{(4)}$ STOCK

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COMMON STOCK						528.53	I	CAROL W MOORE - SPOUSE					
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.													
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. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Am Underlying Sec (Instr. 3 and 4)					
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh				
EMPLOYEE STOCK OPTION	\$ 21.7					02/01/2002(1)	06/27/2011	COMMON STOCK	86,(
EMPLOYEE STOCK OPTION	\$ 21.7					06/27/2001 <u>(1)</u>	06/27/2011	COMMON STOCK	15,9				
EMPLOYEE STOCK OPTION	\$ 20.59					01/22/2003(1)	01/22/2012	COMMON STOCK	96,(
EMPLOYEE STOCK OPTION	\$ 20.68					01/31/2004(1)	01/31/2013	COMMON STOCK	83,7				
EMPLOYEE STOCK OPTION	\$ 20.43					12/31/2004(1)	02/02/2014	COMMON STOCK	6,3				
EMPLOYEE STOCK OPTION	\$ 21.65					02/01/2007 <u>(2)</u>	02/24/2016	COMMON STOCK	9,1				
EMPLOYEE STOCK	\$ 18.43					01/25/2008(3)	01/25/2017	COMMON STOCK	12,3				

02/01/2009(5) 01/24/2018 COMMON

14,0

STOCK

OPTION

EMPLOYEE STOCK \$15.29 **OPTION**

Reporting Owners

Reporting Owner Name / Address										
	Director	10% Owner	Officer	Other						
MOORE DARYL D 322 KEY WEST DRIVE EVANSVILLE, IN 47712			EXECUTIVE VICE PRES AND CCO							
Signatures										
JEFFREY L KNIGHT, EXECUTIVE VP AND CHIEF LEGAL COUNSEL, AS ATTORNEY-IN-FACT										
	Date									
 Explanation of Responses: * If the form is filed by more than one reporting person, <i>see</i> 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) Option vests in one-third annual installments beginning on 2/1/2007.
- (3) Option vests in one-third annual installments beginning on 1/25/2008.
- (4) Shares held with a broker.
- (5) Option vests in one-third annual installments beginning on 1/24/2009.
- (6) Vesting of one-third service based stock net of applicable withholding taxes.

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.