Edgar Filing: OLD NATIONAL BANCORP /IN/ - Form 4

OLD NATIONAL BANCORP /IN/ Form 4 October 02, 2014 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 Sandgren James A 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) ONE MAIN ST 09/16/2014 CHIEF BANKING OFFICER (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 47708 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 (A) 5. Amount of 7. Nature of 6. Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) anv Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Ownership (Instr. 8) Owned Direct (D) Following or Indirect (Instr. 4) Reported (\mathbf{I}) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price COMMON S 09/16/2014 I V 154 A 43,281 (3) D 13.5249 STOCK COMMON **ONB** 5,038 (1) I STOCK **KSOP** COMMON D (2) 09/16/2014 V 17 2,124 J A 13 5249 STOCK

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

Edgar Filing: OLD NATIONAL BANCORP /IN/ - Form 4

number.

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

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)	of Derivative	Expiration Dat (Month/Day/Y e	e	7. Title and Am Underlying Sec (Instr. 3 and 4)	
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
\$ 15.29					02/01/2009	01/24/2018	COMMON STOCK	12,000
\$ 13.31					02/01/2010	01/29/2019	COMMON STOCK	7,000
	Conversion or Exercise Price of Derivative Security \$ 15.29	Conversion (Month/Day/Year) or Exercise Price of Derivative Security \$ 15.29	Conversion or Exercise Price of Derivative Security (Month/Day/Year) \$ 15.29	Conversion or Exercise Price of Derivative Security (Month/Day/Year) (Instr. 8) Code (Instr. 8) Code (Instr. 8) Code (Instr. 8) Code (Instr. 8) Code (Instr. 8)	Conversion or Exercise Price of Derivative Security (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) \$ 15.29	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code of (Instr. 8)Expiration Date (Month/Day/Y Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Y Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)\$ 15.2902/01/2009	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code of (Instr. 8)Expiration Date (Month/Day/Year)Security(Month/Day/Year)(Month/Day/Year)Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)\$ 15.2902/01/200901/24/2018	Conversion or Exercise Price of Derivative Security Execution Date, if any (Month/Day/Year) TransactionNumber Code of (Month/Day/Year) Expiration Date (Month/Day/Year) Underlying Sec (Instr. 3 and 4) Derivative Security Month/Day/Year) (Month/Day/Year) Instr. 8) Derivative Securities Acquired (A) or Disposed of (ID) (Instr. 3, 4, and 5) Date Expiration Date Title \$ 15.29 Code V (A) (D) Date Expiration Date Title \$ 13.31 O2/01/2009 01/24/2018 COMMON

Reporting Owners

Reporting Owner Name / Address			ips		
	Director	10% Owner	Officer	Other	
Sandgren James A ONE MAIN ST EVANSVILLE, IN 47708			CHIEF BA	NKING OFFICER	
Signatures					
JEFFREY L KNIGHT, EXEC ATTORNEY-IN-FACT	UTIVE V	ICE PRESII	DENT AND (GENERAL COUNSEL, AS 10/0	02/2014
	1	Date			

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) KSOP balance updated based upon current data.
- (2) Old National Bancorp Employee Stock Purchase Plan.
- (3) Includes 19,500 restricted stock units, 4,667 restricted stock shares and 19,114 shares of common stock. Fractional amounts have been rounded to the nearest whole number.

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.

Reporting Owners