OLD NATIONAL BANCORP /IN/

Form 4 July 02, 2013

## FORM 4

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

**OMB APPROVAL** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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Check this box

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

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

1(b).

(Print or Type R	esponses)										
1. Name and Ad LAMBERT	2. Issuer Name <b>and</b> Ticker or Trading Symbol OLD NATIONAL BANCORP /IN/ [ONB]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				2	_X_ Director 10% Owner Officer (give title Other (specify			
ONE MAIN	(Month/Day/Year) 06/17/2013					below) 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 Person			
EVANSVIL	LE, IN 47708						Per	Form filed by More	e than One Rep	orting	
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecurities	Acquire	ed, Disposed of, o	r Beneficially	Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Execution any	emed on Date, if 'Day/Year)	3. Transactic Code (Instr. 8)	4. Securition Disposition (Instr. 3, 4)  Amount	ed of (D)		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								124,429	D		

		Code	V	V Amount	(D)	Price	(Instr. 3 and 4)		
COMMON STOCK							124,429	D	
COMMON STOCK							11,765	I	SPOUSE - CAROL M LAMBERT
COMMON STOCK	06/17/2013	J	V	37.392	A	\$ 13.2724	19,848	I	TRUSTEE (1)
COMMON STOCK							1,000	I	SPOUSE - CAROL M LAMBERT (2
							18,500	D (2)	

COMMON **STOCK** 

**COMMON STOCK** 

1,000

Ι

**HENDERSON DUPLICATE BRIDGE** CLUB INC (4)

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.

5. Number of

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 Derivative Security (Instr. 3)

Conversion or Exercise Price of

Derivative

Security

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if (Month/Day/Year)

TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of **Expiration Date** (Month/Day/Year)

6. Date Exercisable and 7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

(D) (Instr. 3, 4, and 5)

(A)

Expiration Exercisable Date

Amount orNumber of Share

**PHANTOM STOCK** 

\$ 13.16 (5)

06/17/2013

V 74.952

Code V

(3)

Date

(D)

(3)

**COMMON STOCK** 

74.952

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director

10% Owner Officer Other

LAMBERT PHELPS L

ONE MAIN ST

X

**EVANSVILLE, IN 47708** 

## **Signatures**

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

07/02/2013

\*\*Signature of Reporting Person

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) PETER C LAMBERT IRREV TRUST, PHELPS L LAMBERT TRUSTEE

Reporting Owners 2

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#### (2) HELD IN IRA WITH BROKER

- (3) Shares of phantom stock are payable in cash following termination of the reporting person's employment with ONB or reporting person becoming disabled. The reporting person may transfer his phantom stock account into an alternative investment account at any time.
- (4) The reporting person is a director of the corporation which owns the reported securities. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (5) Each share of phantom stock represents the right to receive one share of ONB common stock or the cash value thereof.

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.