

GOEBEL ANDREW E
 Form 4
 February 13, 2003

FORM 4

UNITED STATES SECURITIES AND
 EXCHANGE COMMISSION
 Washington, DC 20549

STATEMENT OF CHANGES IN
 BENEFICIAL OWNERSHIP

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 194

OMB
 APPROVAL
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Check this box if no
 longer
 subject to Section
 16. Form 4 or
 Form 5 obligations
 may continue.
 See Instruction 1(b).

(Print or Type Responses)

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| | | | | | | | | | | |
|--|--|--|--|----------------------|---|--|--|--|------------------------|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| Goebel, Andrew | | | Old National Bancorp ONB | | | <input checked="" type="checkbox"/> | Director | 10% Owner | | |
| | | | | | | | Officer (give title below) | Other (specify below) | | |
| (Last) (First) (Middle) | | | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | 4. Statement for Month/Day/Year | | 7. Individual or Joint/Group F (Check Applicable Line) | | | |
| 637 Winstead Pl | | | | | January 27, 2003 | | | | | |
| (Street) | | | | | 5. If Amendment, Date of Original (Month//Day/Year) | | <input checked="" type="checkbox"/> | Form filed by One Reporting Person | | |
| Evansville, IN 47712 | | | | | | | | Form filed by More than Reporting Person | | |
| (City) (State) (Zip) | | | Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | |
| 1. Title of Security (Instr. 3) | | | 2A. Date of Execution (Month/Day/Year) if | 2B. Transaction Code | 3. Transaction Code (Instr. 8) | 4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned | 6. Nature of Ownership | 7. Nature of Indirect Beneficial Ownership |
| | | | | Code V | Amount | (A) | Price | Owned or | Direct (D) | Indirect Beneficial Ownership |

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| | Day/Year) (Month/Day/ Year) | | | | or (D) | Following Reported Transaction(s) (Instr. 3 and 4) | Indirect (Instr. 4) (Instr. 3 and 4) |
|---|-----------------------------------|--|---|---|-----------|---|---|
| Common stock | 01/27/03 | | J | V | 26.000 | A | 553.000 D |
| Common stock | 01/27/03 | | J | V | 282.000 | A | 5,939.000 I1 |
| Common stock | 01/27/03 | | J | V | 22.000 | A | 463.000 I2 |
| Common stock | 01/27/03 | | J | V | 25.000 | A | 535.000 D3 |
| | | | | | | | |
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| | | | | | | | |
| J Shrs recd pursuant to stock dividend on ONB | | | | | | | |
| common stock with a record date of 1/6/2003 | | | | | | | |
| | | | | | | | |
| D Andrew Goebel Trust broker held | | | | | | | |
| I1 Darlene Goebel Trust broker held | | | | | | | |
| I2 Darlene Goebel IRA broker held | | | | | | | |
| D3 Andrew Goebel MPP Acct broker held | | | | | | | |

| FORM 4 (continued) | | 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/Date/Year) | 3A. Deemed Execution Date, if any (Month/Date/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired or Disposed of (Instr. 3, 4) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price or Amount of Derivative Securities Owned or Reported Transaction(s) (Instr. 5) | 9. Number of Derivative Securities Owned or Reported Transaction(s) (Instr. 5) | 10. Ownership Form (Direct or Indirect) | 11. Ownership Beneficial or Dispositive (Instr. 3) |
| | | | | | | | | | | | |

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| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | and 5) | | (Instr. 4) | (Instr. 4) |
|--|--|--|------|---|-----|-----|------------------|-----------------|-------|----------------------------|--------|--|------------|------------|
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Explanation of Responses:

**Signature of Reporting
Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Last Update: 09/05/2002