

DUNIGAN LARRY E
 Form 4
 February 10, 2003

FORM 4

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)

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

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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) | | | | | |
| Dunigan, Larry E. | | Old National Bancorp ONB | | <input checked="" type="checkbox"/> Director | | 10% | | | |
| | | | | Officer (give title below) | | Other (spec 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) | | | |
| | | | | January 27, 2003 | | | | | |
| (Street) | | | 5. If Amendment, Date of Original (Month//Day/Year) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | | Form filed by More than Reporting Person | | | |
| Evansville, IN 47712 | | | | | | | | | |
| (City) | (State) | (Zip) | Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | |
| 1. Title of Security (Instr. 3) | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Election Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following | 6. | 7. |
| | | | | | Amount | (A) Price | | | |

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| | Day/Year | | | | | or (D) | Reported Transaction(s) (Instr. 3 and 4) | Indirect (Instr. 4) |
|-----------------------------------------------|----------|--|---|---|-----------|-----------|-------------------------------------------------------|---------------------------|
| Common stock | 01/27/03 | | J | V | 9,599.700 | A | 201,593.700 | I1 |
| Common stock | 01/27/03 | | J | V | 1,914.350 | A | 40,201.350 | D2 |
| Common stock | 01/27/03 | | J | V | 398.350 | A | 8,365.350 | I3 |
| Common stock | 01/27/03 | | J | V | 433.550 | A | 9,104.550 | I4 |
| Common stock | 01/27/03 | | J | V | 107.150 | A | 2,250.150 | I5 |
| | | | | | | | | |
| | | | | | | | | |
| J Shrs recd pursuant to stock dividend on ONB | | | | | | | | |
| common stock with a record date of 1/6/2003 | | | | | | | | |
| | | | | | | | | |
| I1 Holiday Management Foundation | | | | | | | | |
| D2 Larry and Sharon Dunigan | | | | | | | | |
| I3 Kevin Dunigan Tr Sharon Dunigan TE | | | | | | | | |
| I4 Derek Dunigan Tr Sharon Dunigan TE | | | | | | | | |
| I5 Mitchell Dunigan Tr Sharon Dunigan TE | | | | | | | | |
| | | | | | | | | |

| FORM 4 (continued) | | Table II - Derivative Securities Acquired, Disposed of, or Exercised (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 (A) or Disposed | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. | |
| | | | | | | | | | |

**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