

HUDGIONS ANNETTE W  
Form 4  
February 10, 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  
OMB Number:  
3235-0287  
Expires: January  
31, 2005

Estimated average  
burden  
hours per  
response...0.5

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)

0

1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
Hudgions, Annette W.			Old National Bancorp ONB			<table border="1"> <tr> <td></td> <td>Director</td> <td>10% Own</td> </tr> <tr> <td>X</td> <td>Officer (give title below)</td> <td>Other (specify below)</td> </tr> </table>				Director	10% Own	X	Officer (give title below)	Other (specify below)
	Director	10% Own												
X	Officer (give title below)	Other (specify below)												
						President and CEO Old National Service Division								
(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 Filing (Check Applicable Line)								
800 S Main Street					January 10, 2003									
					5. If Amendment, Date of Original (Month//Day/Year)	X	Form filed by One Reporting Person							
(Street)							Form filed by More than One Reporting Person							
Henderson, KY 42420														
(City) (State) (Zip)			Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3)			2. Transaction Date (Month/	2A. Deemed Election Date, if any	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned	6. Ownership Direct (D)	7. Nature of Beneficial Ownership					

Edgar Filing: HUDGIONS ANNETTE W - Form 4

	Day/Year) (Month/Day/Year)	(Month/Day/Year)	V	Amount	(A) or (D)	Price	Following Reported Transaction(s)  (Instr. 3 and 4)	or (I) (Instr. 4)	Instr. 4
Common stock	01/27/03		J	V	219.365	A	4,606.665	D	
Common stock	01/10/03		L	V	2.107	A	359.048	D1	
	01/27/03		J	V	16.997	A			
Common stock							4,877.481	I2	
J Shrs recd pursuant to stock dividend on ONB									
common stock with a record date of 1/6/2003									
D Annette Hudgions									
D1 Annette W and John D Hudgions									
I2 ONB Emp Savings and Profit Sharing Plan									

FORM 4 (continued)					Table II ` Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conv		
1. Title of Derivative Security (Instr. 3)	2. Con-version or Exercise Price of Deriv- ative Security	3. Trans- action 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 of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

Edgar Filing: HUDGIONS ANNETTE W - Form 4

						(Instr. 3, 4 and 5)					
						(A)	(D)				
				Code	V			Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option  Right to Buy	\$23.9363	6/27/01		A	V	29,106		(1)	6/27/2011	common stock	29,106
Employee Stock Option  Right to Buy	\$22.6952	1/22/02		A	V	32,025		(2)	1/22/2012	common stock	32,025

Explanation of Responses:

(1) The Option vests in 4 equal annual installments beginning on February 1, 2002.\* (\*) Subject to Accelerated Vesting in Certain Circumstances.

(2) The Option vests in 4 equal annual installments beginning on January 22, 2003.\* (\*) Subject to Accelerated Vesting in Certain Circumstances.

\_\_\_\_\_  
\*\*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