OLD NATIONAL BANCORP /IN/

Form 4

March 12, 2008

FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

Symbol

response...

5. Relationship of Reporting Person(s) to

Issuer

See Instruction 1(b).

STOCK

(Print or Type Responses)

MOORE DARYL D

1. Name and Address of Reporting Person *

			OLD NA [ONB]	OLD NATIONAL BANCORP /IN/ [ONB]				/IN/	(Check all applicable)			
(Last) (First) (Middle) 322 KEY WEST DRIVE		(Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2008					Director 10% Owner Officer (give title Other (specify below) EXECUTIVE VICE PRES AND CCO				
EVANSVILI	(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 Form filed by More than One Reporting				
									Person			
(City)	(State)	(Zip)	Table	I - Non	-De	rivative S	ecurit	ies Acqu	ired, Disposed of	or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) Exec	Deemed cution Date, if nth/Day/Year)	Code (Instr.	8)	4. Securi on(A) or Di (Instr. 3,	ispose 4 and (A) or	d 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 STOCK									25,192.27	I	ONB KSOP	
COMMON STOCK	02/01/2008			F	V	378	A	\$ 17.01	9,149.453	D (6)		
COMMON STOCK	02/01/2008			F	V	441	A	\$ 17.01	9,590.453	D (6)		
COMMON STOCK									22,400	D		
COMMON STOCK									350	D (4)		

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			CAROL
COMMON	520 52	T	W
STOCK	528.53	1	MOORE -
			SPOUSE

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.

SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Transaction Date 3A. Deemed 4. 5. 6. Date Exercisable and Month/Day/Year) Execution Date, if any Code of (Month/Day/Year) (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
EMPLOYEE STOCK OPTION	\$ 21.7					02/01/2002(1)	06/27/2011	COMMON STOCK	86,0
EMPLOYEE STOCK OPTION	\$ 21.7					06/27/2001(1)	06/27/2011	COMMON STOCK	15,9
EMPLOYEE STOCK OPTION	\$ 20.59					01/22/2003(1)	01/22/2012	COMMON STOCK	96,0
EMPLOYEE STOCK OPTION	\$ 20.68					01/31/2004(1)	01/31/2013	COMMON STOCK	83,7
EMPLOYEE STOCK OPTION	\$ 20.43					12/31/2004(1)	02/02/2014	COMMON STOCK	6,3
EMPLOYEE STOCK OPTION	\$ 21.65					02/01/2007(2)	02/24/2016	COMMON STOCK	9,1
EMPLOYEE STOCK	\$ 18.43					01/25/2008(3)	01/25/2017	COMMON STOCK	12,3

OPTION

EMPLOYEE

STOCK \$ 15.29

OPTION

02/01/2009⁽⁵⁾ 01/24/2018 COMMON

STOCK

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer

Other

MOORE DARYL D 322 KEY WEST DRIVE **EVANSVILLE, IN 47712**

EXECUTIVE VICE PRES AND CCO

Signatures

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

02/12/2008

**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) Immediately exercisable.
- (2) Option vests in one-third annual installments beginning on 2/1/2007.
- (3) Option vests in one-third annual installments beginning on 1/25/2008.
- (4) Shares held with a broker.
- (5) Option vests in one-third annual installments beginning on 1/24/2009.
- (6) Vesting of one-third service based stock net of applicable withholding taxes.

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

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