

LAMBERT PHELPS L  
 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  
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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 <b>and</b> Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all that apply)			
Lambert, Phelps L.			Old National Bancorp ONB			<input checked="" type="checkbox"/> Director    10% <input type="checkbox"/> Officer (give title below)    Other (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 (Check Applicable)		
PO Box 236					January 27, 2003				
(Street)					5. If Amendment, Date of Original (Month//Day/Year)		<input checked="" type="checkbox"/> Form filed by Reporting Person <input type="checkbox"/> Form filed by Member		
Henderson, KY 42420									
(City)    (State)    (Zip)			Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)			2A. Transaction Code	3. Transaction Date (Month/Day/Year)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Ownership Form: Indirect (I)

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	Day/Year any Year)	Code (Month/Day/	V	Amount	(A) or (D)	Price	Owned or Following Reported Transaction (Instr. 3 and 4)	or Indirect (Instr. 4)	
Common stock	01/27/03	J	V	5276.134	A	110,798.818	D		
Common stock	01/27/03	J	V	767.038	A	16,107.795	I1		
Common stock	01/27/03	J	V	1,007.977	A	21,167.518	I2		
Common stock	01/27/03	J	V	506.648	A	10,639.602	I3		
Common stock	01/27/03	J	V	1,007.977	A	21,167.518	I4		
Common stock	01/27/03	J	V	767.038	A	16,107.795	I5		
Common stock	01/27/03	J	V	767.038	A	16,107.795	I6		
J Shrs recd pursuant to stock dividend on ONB common stock with a record date of 1/6/2003 D Phelps L. Lambert I1 Anastasia Lambert Irr Tr Phelps Lambert TE I2 Ann M Lambert Irr Tr Phelps Lambert TE I3 Carol M Lambert spouse I4 Darrell Lambert Irr Tr Phelps Lambert TE I5 Phelps J Lambert Irr Tr Phelps Lambert TE I6 Peter C Lambert Irr Tr Phelps Lambert TE									

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. 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) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	10. Indirect Ownership (Instr. 4)

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				Code	V	(A)	(D)	Date	Expiration ExercisableDate	Title	Amount or Number of Shares		(I) 4)

Explanation of Responses:

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