

OLD NATIONAL BANCORP /IN/

Form 4

May 23, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

OMB
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DUNIGAN LARRY E

(Last) (First) (Middle)

HOLIDAY MANAGEMENT
COMPANY, 1202 WEST BUENA
VISTA ROAD

(Street)

EVANSVILLE, IN 47710

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
OLD NATIONAL BANCORP /IN/
[ONB]

3. Date of Earliest Transaction
(Month/Day/Year)
05/20/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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				(A) or (D)			HELD IN HOLIDAY MANAGEMENT FOUNDATION
			Code V Amount	Price	222,255	I	
COMMON STOCK					1,294.6	D ⁽¹⁾	
COMMON STOCK					9,222	I	SPOUSE IS TRUSTEE ⁽²⁾
COMMON					1,500	I	SPOUSE IS

STOCK									TRUSTEE ⁽⁶⁾
COMMON STOCK						10,036	I		SPOUSE IS TRUSTEE ⁽³⁾
COMMON STOCK						2,480	I		SPOUSE IS TRUSTEE ⁽⁴⁾
COMMON STOCK						1,500	I		SPOUSE IS TRUSTEE ⁽⁷⁾
COMMON STOCK	05/20/2005		P	2,000	A	\$ 20.25	46,344	D ⁽⁵⁾	
COMMON STOCK	05/20/2005		P	20,000	A	\$ 20.2422	66,344	D ⁽⁵⁾	

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

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(9-02)

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/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DUNIGAN LARRY E HOLIDAY MANAGEMENT COMPANY 1202 WEST BUENA VISTA ROAD EVANSVILLE, IN 47710	X

Signatures

JEFFREY L KNIGHT, SENIOR VICE PRESIDENT AND GENERAL COUNSEL, AS
ATTORNEY-IN-FACT

05/23/2005

__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) REGISTERED AS LARRY AND SHARON DUNIGAN JT TEN
- (2) HELD IN KEVIN DUNIGAN TRUST, SHARON DUNIGAN TTEE
- (3) DEREK DUNIGAN TRUST, SHARON DUNIGAN TTEE - HELD WITH BROKER.
- (4) HELD IN MITCHELL DUNIGAN TRUST, SHARON DUNIGAN TTEE
- (5) REGISTERED AS LARRY AND SHARON DUNIGAN JT TEN - HELD WITH BROKER.
- (6) KEVIN DUNIGAN TRUST, SHARON DUNIGAN TTEE - HELD WITH BROKER.
- (7) MITCHELL DUNIGAN TRUST, SHARON DUNIGAN TTEE - HELD WITH BROKER.

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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