Ellspermann Caroline J Form 4 March 20, 2012

# FORM 4

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

**OMB** 3235-0287 Number:

burden hours per

response...

5. Relationship of Reporting Person(s) to

4,774.994

5,156.072

(6)

(6)

Ι

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005 Estimated average

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

See Instruction

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

1(b).

**STOCK** 

**STOCK** 

**STOCK** 

**COMMON** 

**COMMON** 

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Ellspermann	Caroline J	6	Symbol OLD NA [ONB]			L BANC		C	Issuer (Che	ck all applica	ble)
(Last) ONE MAIN	(First)	(Middle	3. Date of 1 (Month/Da 02/01/20	ıy/Year		nsaction			DirectorX Officer (give below) PRESIDENT - V	re title Combelow)	0% Owner Other (specify ANAGEMENT
FVANSVII	(Street) LE, IN 47708		4. If Amen Filed(Mont			U			6. Individual or J Applicable Line) _X_ Form filed by Form filed by	One Reporting	Person
(City)	(State)	(Zip)	Table	I - Noi	n-De	erivative S	Securi	ties Acq	Person uired, Disposed o	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	r) Ex	ecution Date, if	3. Transa Code (Instr.	8)	4. Securion(A) or Di (Instr. 3,	spose	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	02/01/2012			D	V	734	D D	\$ 0	29,983.313	D	
COMMON STOCK	02/01/2012			D	V	1,242	D	\$0	28,741.313	D	
COMMON STOCK	02/01/2012			D	V	1,666	D	\$ 0	27,075.313	D	

**CAROLINE** 

- ONB KSOP

**KENNETH** 

**ELLSPERMAN** 

**ELLSPERMAN** 

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- ONB KSOP

COMMON STOCK							1,444.404	D (4)
COMMON STOCK							6,336.945	D (2)
COMMON STOCK	02/01/2012	F	V	476	A	\$ 12.17	2,104	D (8)
COMMON STOCK	02/01/2012	F	V	806	A	\$ 12.17	2,910	D (8)
COMMON STOCK	02/01/2012	F	V	1,082	A	\$ 12.17	3,992	D (8)

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

3. Transaction Date 3A. Deemed

1. Title of

**OPTION** 

2.

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)

6. Date Exercisable and

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

4.

5.

Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		.)	Underlying Sec (Instr. 3 and 4)	urities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
EMPLOYEE STOCK OPTION	\$ 20.68					01/31/2004(1)	01/31/2013	COMMON STOCK	10,4
EMPLOYEE STOCK OPTION	\$ 20.43					12/31/2004(1)	02/02/2014	COMMON STOCK	2,1
EMPLOYEE STOCK OPTION	\$ 21.65					02/01/2007(1)	02/24/2016	COMMON STOCK	8,7
EMPLOYEE STOCK OPTION	\$ 18.43					01/25/2008(5)	01/25/2017	COMMON STOCK	12,3

7. Title and Amount of

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EMPLOYEE STOCK OPTION	\$ 15.29	02/01/2009(7)	01/24/2018	COMMON STOCK	12,0
EMPLOYEE STOCK OPTION	\$ 13.31	02/01/2010(3)	01/29/2019	COMMON STOCK	7,0
EMPLOYEE STOCK OPTION	\$ 20.68	01/31/2004(1)	01/31/2013	COMMON STOCK	10,4
EMPLOYEE STOCK OPTION	\$ 20.43	12/31/2004(1)	02/02/2014	COMMON STOCK	1,4

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer		Other	

Ellspermann Caroline J

ONE MAIN ST PRESIDENT - WEALTH MANAGEMENT

**EVANSVILLE, IN 47708** 

## **Signatures**

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

03/20/2012

\*\*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) Registered as joint tenants Kenneth and Caroline Ellspermann held by broker.
- (3) Option vests in one-third annual installments beginning on 1/29/2010.
- (4) Registered as Caroline Ellspermann IRA held by broker.
- (5) Option vests in one-third annual installments beginning on 1/25/2008.
- (6) KSOP Shares updated to include current balance.
- (7) Option vests in one-third annual installments beginning on 1/24/2009.
- (8) Vesting of one-third service based restricted 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3