

OLD NATIONAL BANCORP /IN/  
Form 8-K  
December 12, 2005

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

**FORM 8-K**

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 8, 2005

OLD NATIONAL BANCORP

(Exact name of Registrant as specified in its charter)

Indiana

001-15817

35-1539838

(State or other jurisdiction of  
incorporation)

(Commission File Number)

(IRS Employer Identification  
No.)

One Main Street  
Evansville, Indiana 47708  
(Address of Principal Executive Offices, including Zip Code)

(812) 464-1294  
(Registrant's Telephone Number, Including Area Code)

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**Item 8.01. Other Events.**

On December 12, 2005, Old National Bancorp (the "Company") issued a press release announcing a quarterly cash dividend to its shareholders of \$0.21 per share of common stock, a 10.5% increase in its quarterly cash dividend. The cash dividend is payable March 15, 2006 to shareholders of record March 1, 2006.

The press release also announced approval by the Company's Board of Directors of a three year stock repurchase program authorizing the repurchase of up to six million shares of its common stock for the three year period beginning January 1, 2006 and ending December 31, 2008.

A copy of the Company's press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

. The following exhibit is furnished herewith:

99.1 Press Release issued by Old National Bancorp on December 12, 2005.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

Old National  
Bancorp

(Registrant)

Date: December 12, 2005

By: /s/ Christopher  
A. Wolking  
Christopher A.  
Wolking  
Executive Vice  
President and Chief  
Financial Officer