



2012 Annual Shareholders Meeting

May 10, 2012

NYSE: ONB



Larry Dunigan

Chairman of the Board



Proxy Proposals

- Board of Director nominations
- Amended and restated 2008 Incentive Compensation Plan
- Non-binding advisory proposal on Executive Compensation
- Crowe Horwath LLP

Voting Results

Old National Bancorp Directors

- Alan W. Braun
- Larry E. Dunigan
- Niel C. Ellerbrook
- Andrew E. Goebel
- Robert G. Jones
- Phelps L. Lambert
- Arthur H. McElwee, Jr.
- James T. Morris
- Marjorie Z. Soyugenc
- Kelly N. Stanley
- Linda E. White

Voting Results

- Amended and restated 2008 Incentive Compensation Plan
- Non-binding advisory proposal on Executive Compensation
- Crowe Horwath LLP

In Appreciation...Retired Director



Joseph D. Barnette, Jr.

World Class Recognition

2012 | **WORLD'S MOST
ETHICAL
COMPANIES**

WWW.ETHISPHERE.COM

Bob Jones

President and CEO



Additional Information for Shareholders

In connection with the proposed merger, Old National Bancorp will file with the Securities and Exchange Commission a Registration Statement on Form S-4 that will include a Proxy Statement of Indiana Community Bancorp and a Prospectus of Old National Bancorp, as well as other relevant documents concerning the proposed transaction. Shareholders are urged to read the Registration Statement and the Proxy Statement/Prospectus regarding the merger when it becomes available and any other relevant documents filed with the SEC, as well as any amendments or supplements to those documents, because they will contain important information. A free copy of the Proxy Statement/Prospectus, as well as other filings containing information about Old National Bancorp and Indiana Community Bancorp, may be obtained at the SEC's Internet site (<http://www.sec.gov>). You will also be able to obtain these documents, free of charge, from Old National Bancorp at www.oldnational.com under the tab "Investor Relations" and then under the heading "Financial Information" or from Indiana Community Bancorp by accessing Indiana Community Bancorp's website at www.myindianabank.com under the tab "Shareholder Relations" and then under the heading "Documents."

Old National Bancorp and Indiana Community Bancorp and certain of their directors and executive officers may be deemed to be participants in the solicitation of proxies from the shareholders of Indiana Community Bancorp in connection with the proposed merger. Information about the directors and executive officers of Old National Bancorp is set forth in the proxy statement for Old National's 2012 annual meeting of shareholders, as filed with the SEC on a Schedule 14A on March 14, 2012. Information about the directors and executive officers of Indiana Community Bancorp is set forth in Item 12 of Indiana Community Bancorp's Form 10-K for its fiscal year ended December 31, 2011, as filed with the SEC on March 15, 2012. Additional information regarding the interests of those participants and other persons who may be deemed participants in the transaction may be obtained by reading the Proxy Statement/Prospectus regarding the proposed merger when it becomes available. Free copies of this document may be obtained as described in the preceding paragraph.

Forward-Looking Statement

This presentation contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements include, but are not limited to, descriptions of Old National's financial condition, results of operations, asset and credit quality trends and profitability. Forward-looking statements can be identified by the use of the words "anticipate," "believe," "expect," "intend," "could" and "should," and other words of similar meaning. These forward-looking statements express management's current expectations or forecasts of future events and, by their nature, are subject to risks and uncertainties and there are a number of factors that could cause actual results to differ materially from those in such statements. Factors that might cause such a difference include, but are not limited to; market, economic, operational, liquidity, credit and interest rate risks associated with Old National's business, competition, government legislation and policies (including the impact of the Dodd-Frank Wall Street Reform and Consumer Protection Act and its related regulations), ability of Old National to execute its business plan (including the proposed acquisition of Indiana Community Bancorp), changes in the economy which could materially impact credit quality trends and the ability to generate loans and gather deposits, failure or circumvention of Old National's internal controls, failure or disruption of our information systems, significant changes in accounting, failure to adhere to tax or regulatory practices or requirements, new legal obligations or liabilities or unfavorable resolutions of litigations, other matters discussed in this presentation and other factors identified in the Company's Annual Report on Form 10-K and other periodic filings with the Securities and Exchange Commission. These forward-looking statements are made only as of the date of this presentation, and Old National undertakes no obligation to release revisions to these forward-looking statements to reflect events or conditions after the date of this presentation.

2011 Associate Accomplishments

- Award winners
 - Wayne Henning Volunteer of the Year
 - Ben Joergens
 - Leader of the Year
 - Jim Hynes
 - ONE Vision CEO Winner
 - Stacy Goff
 - Community Team Winner
 - Vincennes Region

Old National Bancorp

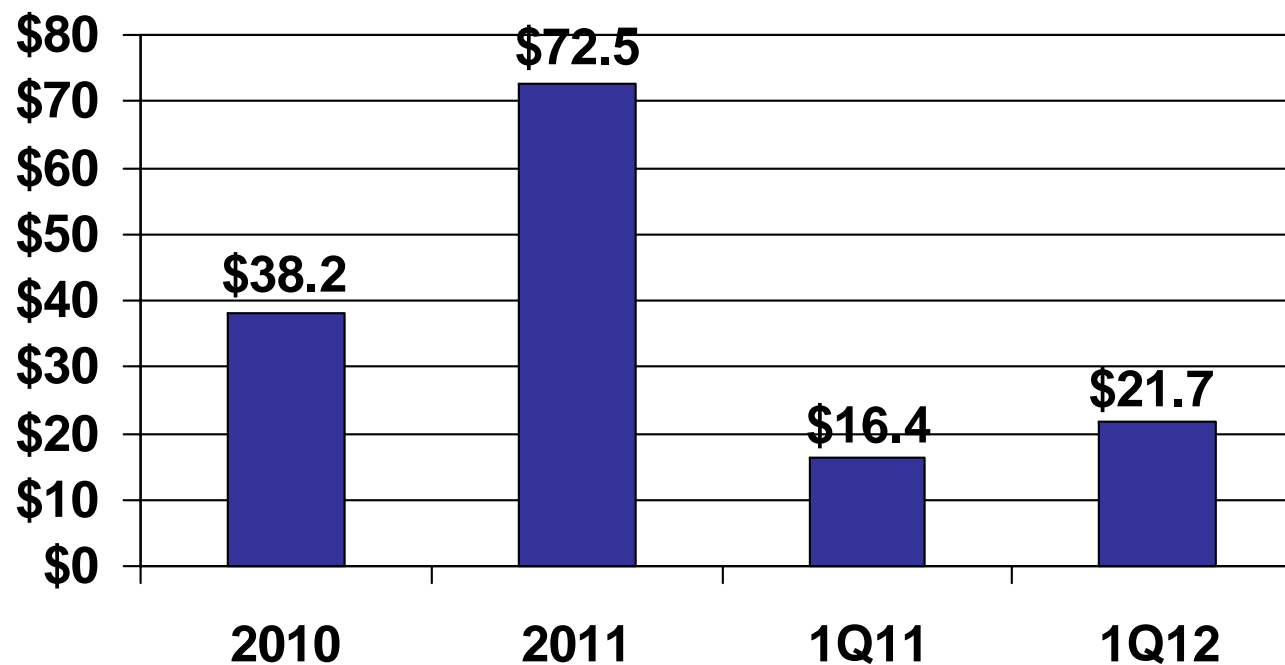
2011 Financial Performance



Strong Financial Performance

- Income improves
 - 2011 net income improves 90% over 2010

Net Income



\$ in millions

Strong 2011 Earnings Performance

- Earnings improvement driven by
 - Reduced credit costs
 - Benefits of acquisitions
 - Continued focus on reducing noninterest expenses

2011 Corporate Partnerships

- Acquisitions by closing date
 - Monroe Bancorp
 - January 1, 2011
 - Integra Wealth Management and Trust
 - June 1, 2011
 - Integra Bank
 - July 29, 2011
- Announced intent to partner
 - Indiana Community Bancorp
 - January 25, 2012

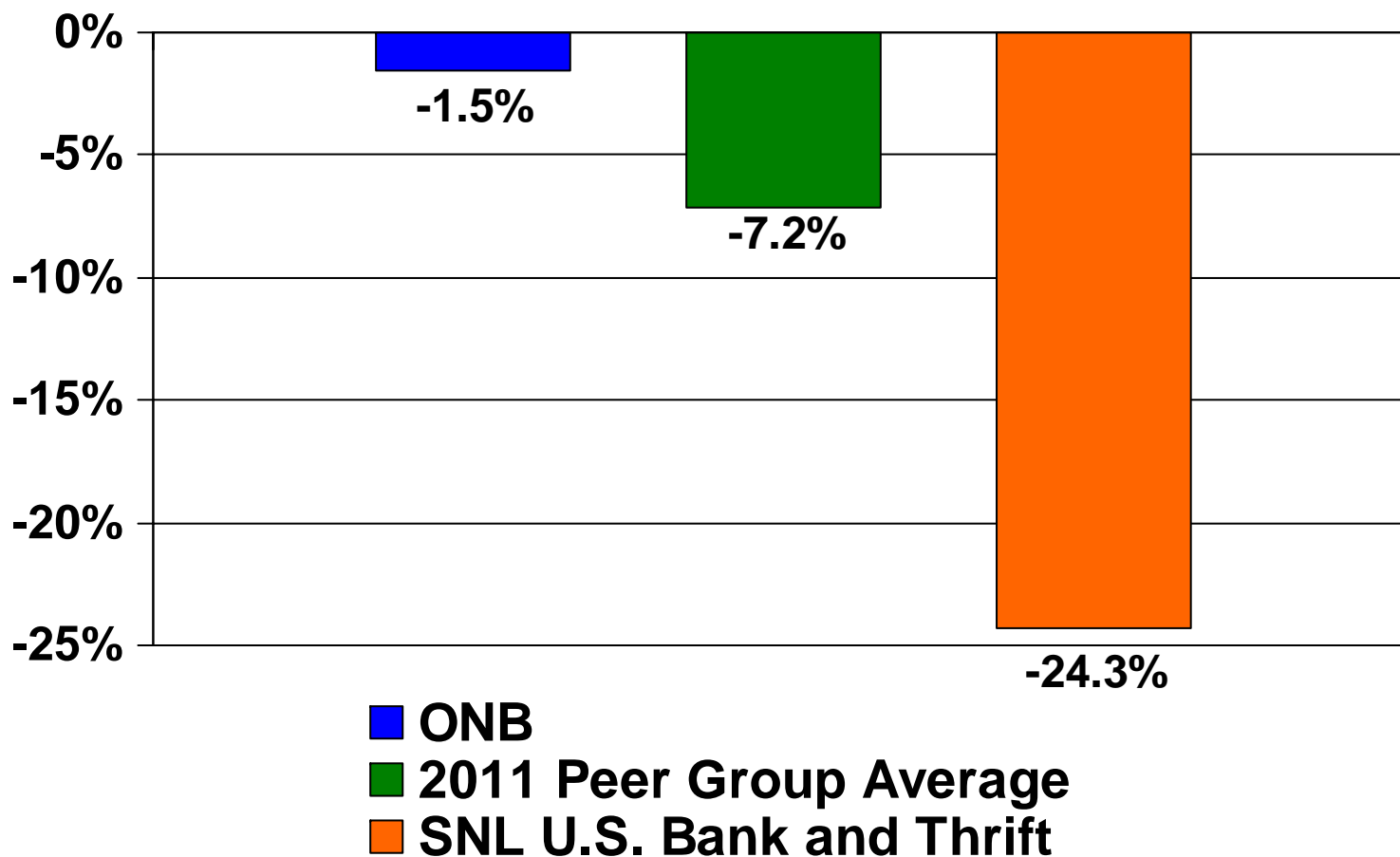
Old National Bancorp

2011 Stock Performance



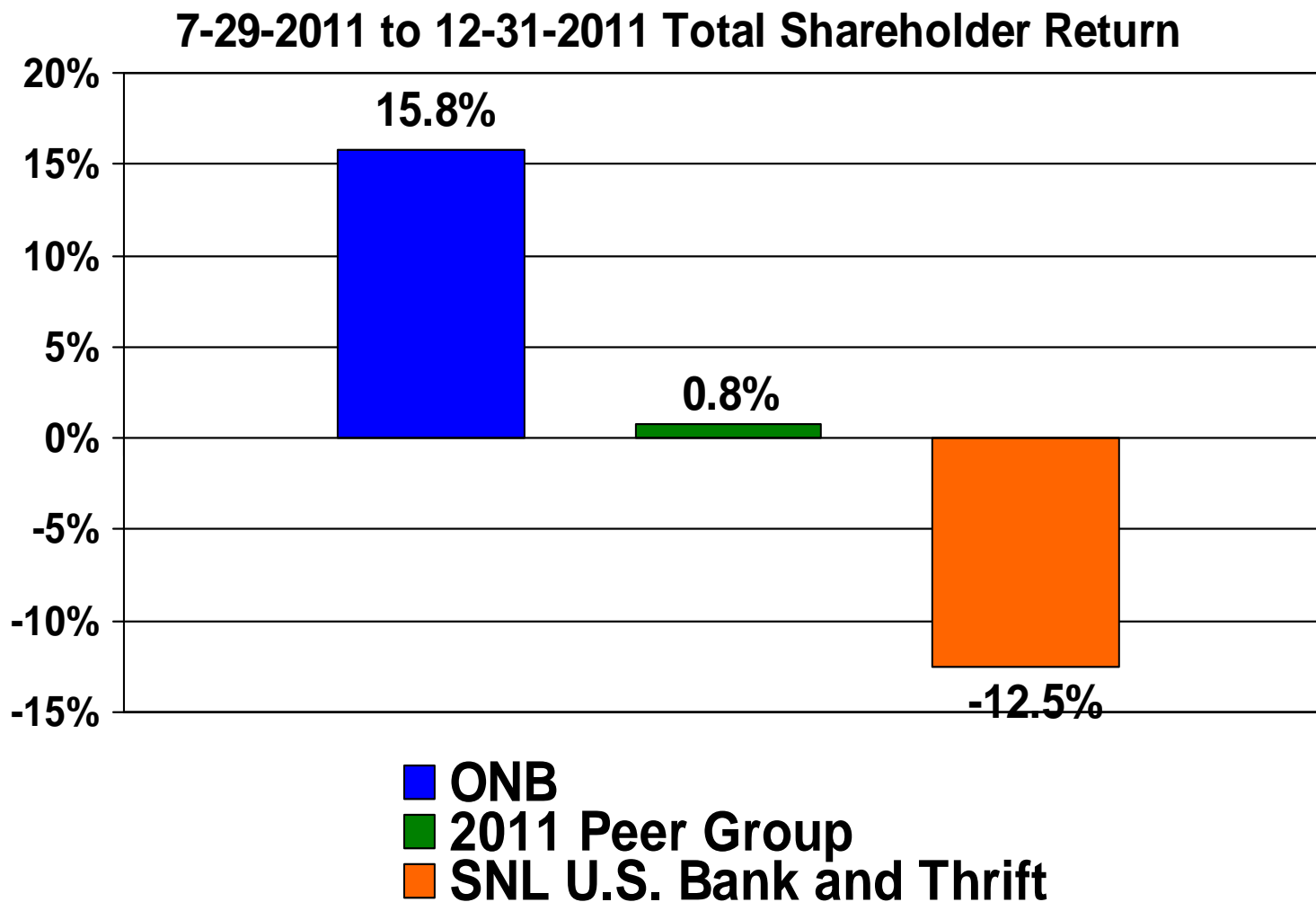
ONB Stock Performance

2011 Total Shareholder Return



Data per SNL Financial
See Appendix for definition of 2011 Peer Group

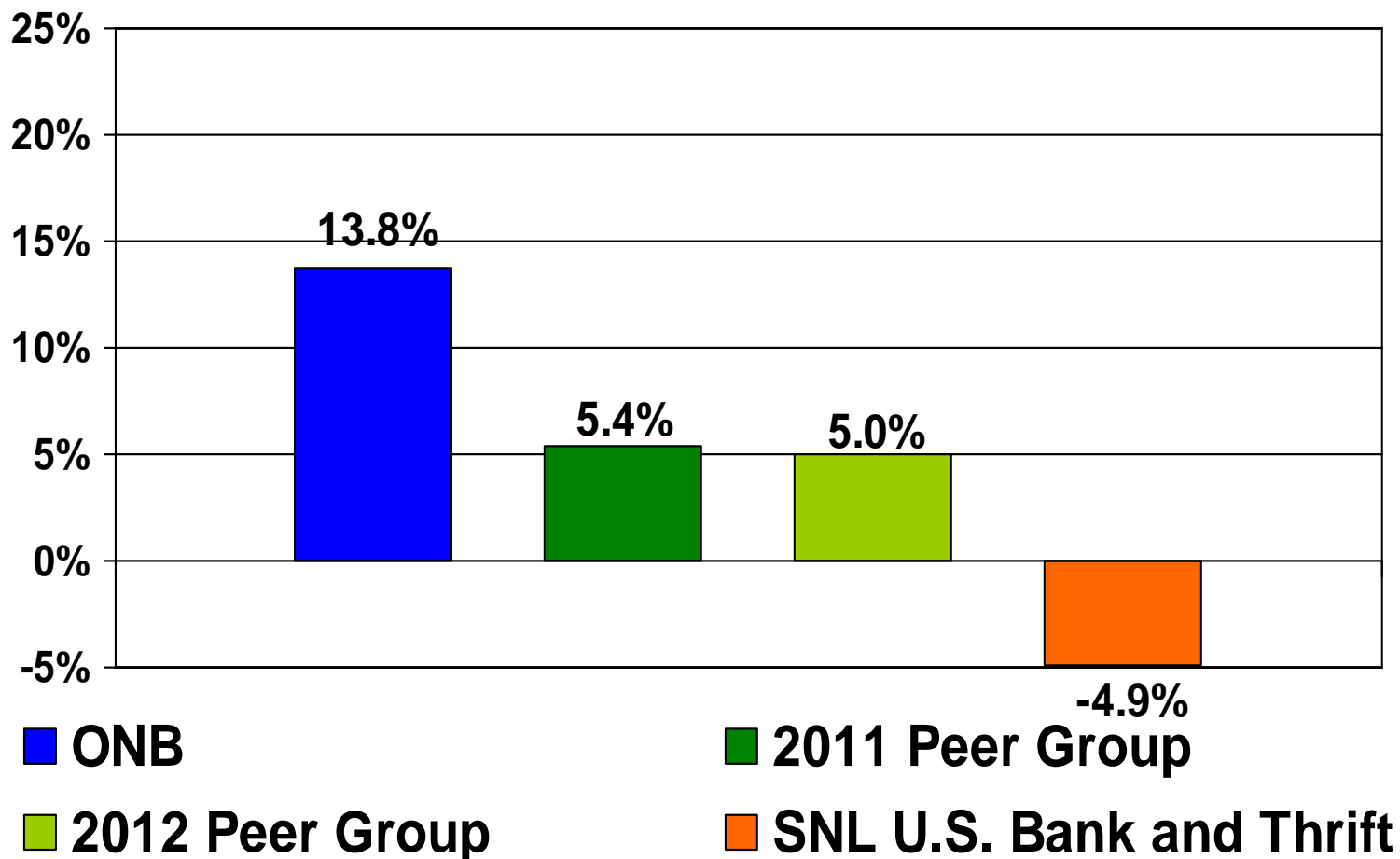
ONB Stock Performance



Data per SNL Financial
See Appendix for definition of 2011 Peer Group

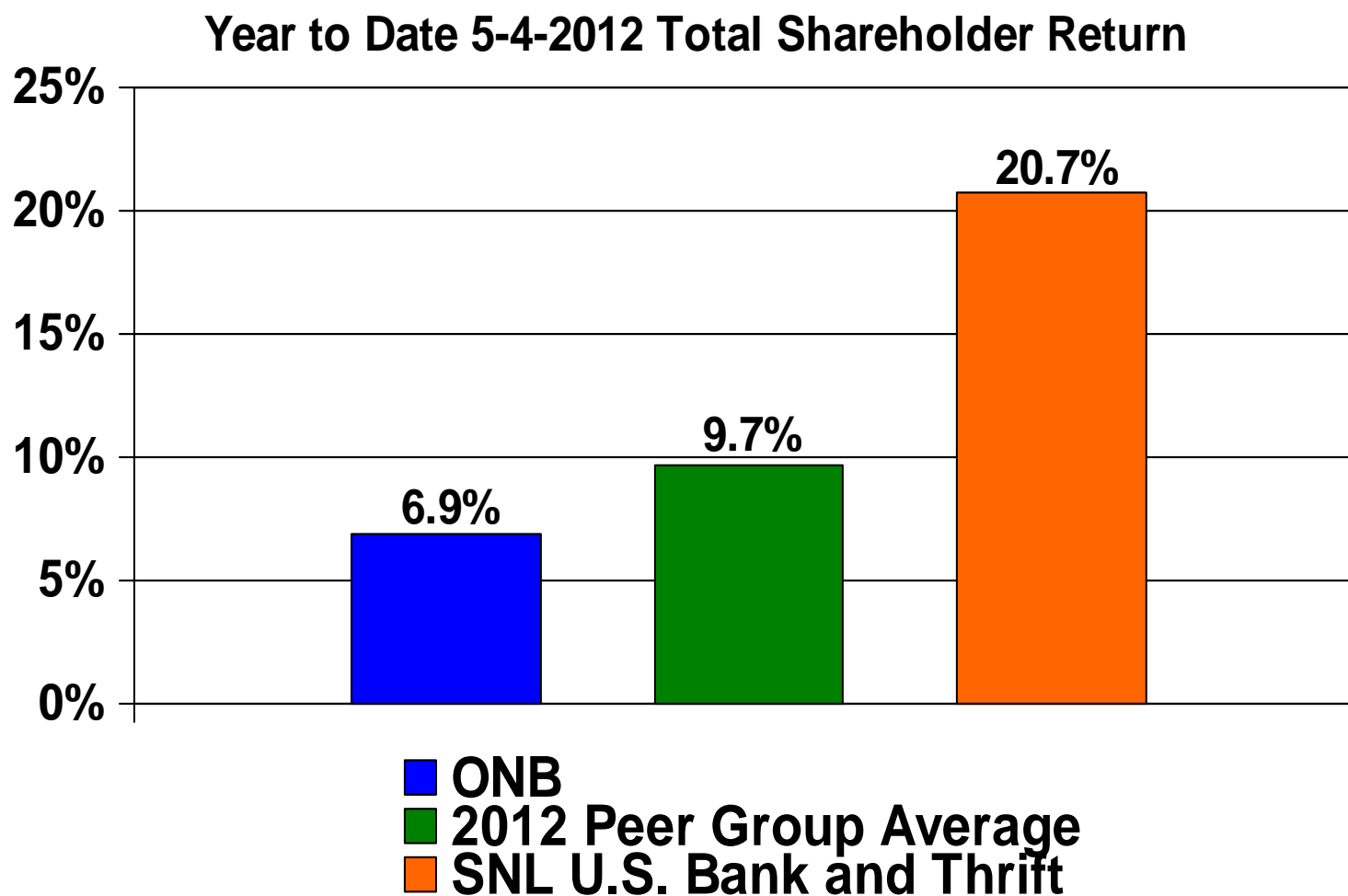
ONB Stock Performance

5-4-2011 to 5-4-2012 Total Shareholder Return



Data per SNL Financial
See Appendix for definition of 2011 Peer Group

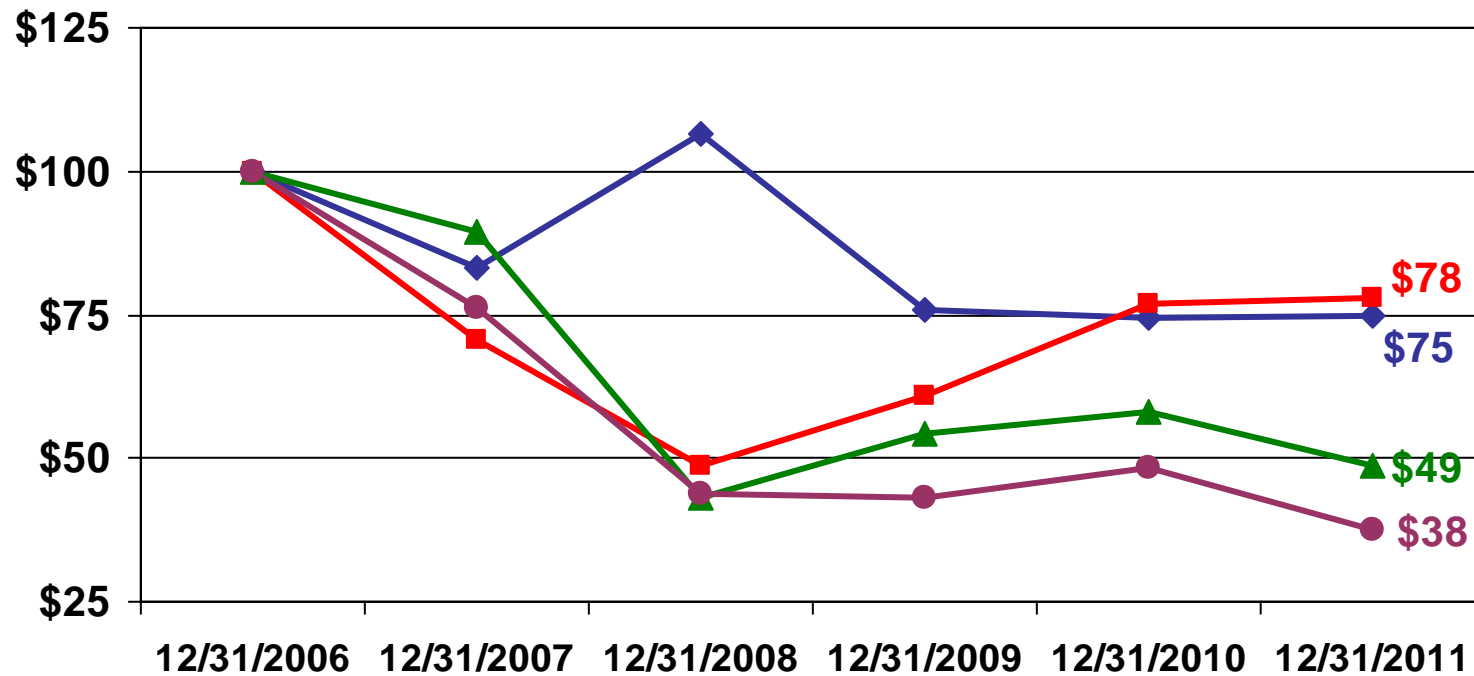
ONB Stock Performance



Data per SNL Financial
See Appendix for definition of 2012 Peer Group

Total Return to Shareholders

Assumes \$100 investment on 12/31/06



◆ ONB

■ S&P Small Cap 600

▲ NYSE Financial Index

● SNL Bank and Thrift

Old National Bancorp

What About the Dividend?



Dividend Considerations

- Economic environment
- Regulatory environment
- Capital management

Capital Management Priorities

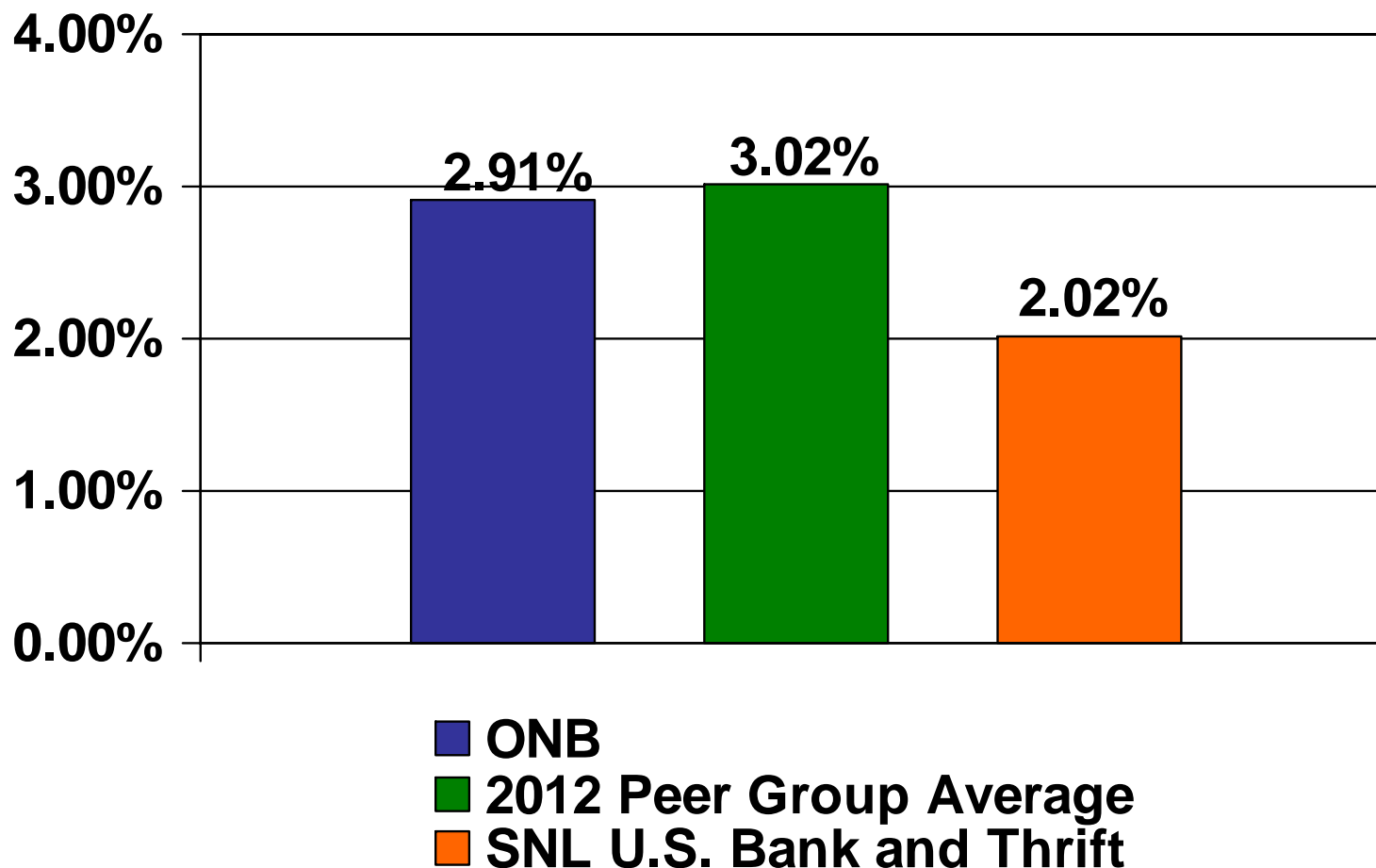
- Organic growth
- Acquisition activity
- Dividend increases
- Stock buyback

Dividend Increase

- On January 26, 2012, the Old National Bancorp Board approved a 28.6% increase to the cash dividend
 - To \$.09 per common share from \$.07 per common share

Current Cash Dividend Yield

Yield as of May 4, 2012



Data per SNL Financial
See Appendix for definition of 2012 Peer Group

Old National Bancorp

2011 Report Card



Why Old National?

- Our 2011 report card
 - Earnings growth
 - Credit
 - Expenses
 - Revenue
 - Capital
 - Governance
 - Stock performance

Old National Bancorp

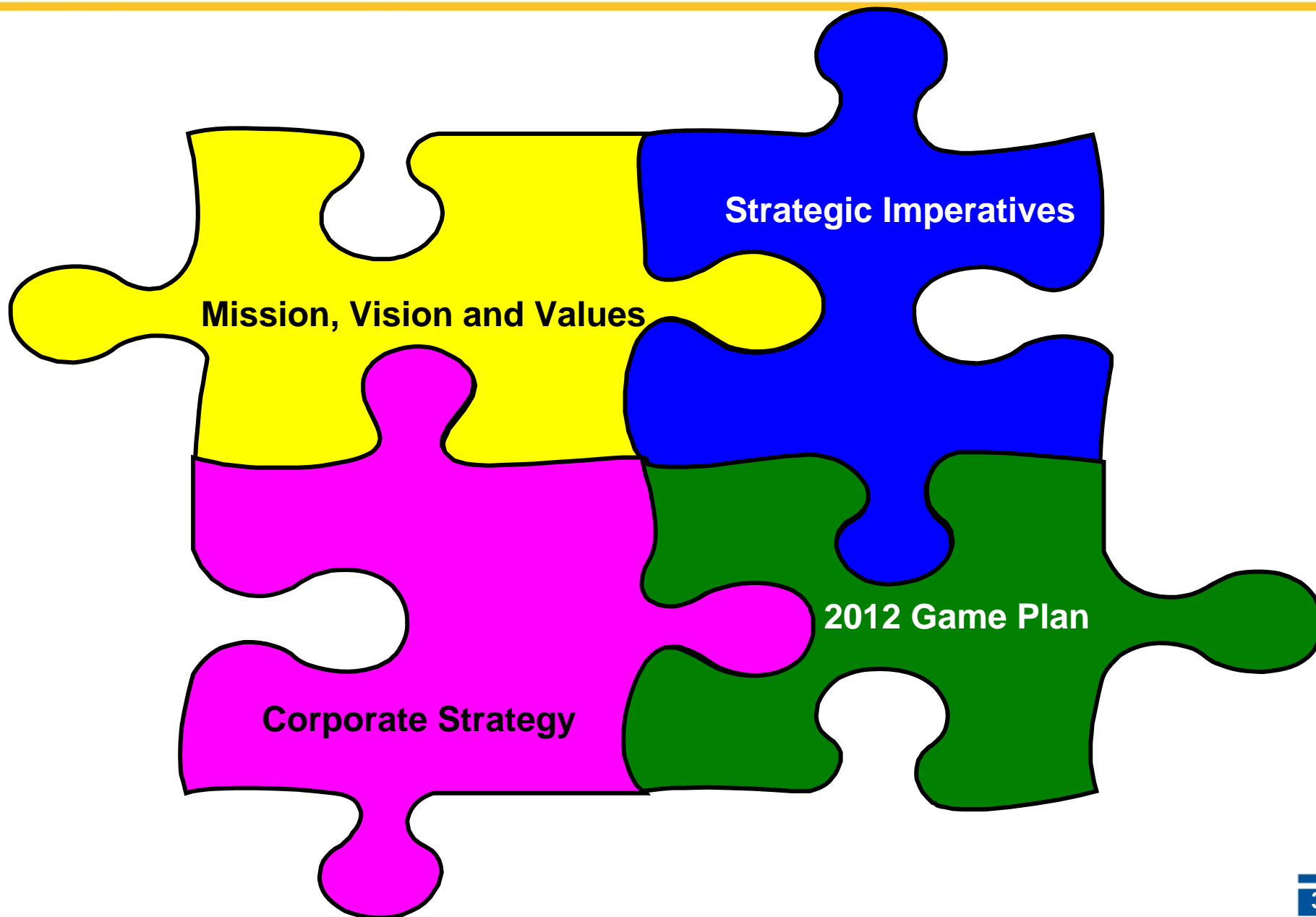
2012 Focus



Industry and Economic Landscape for 2012

- **Uncertainty still exists in 2012**
 - Economic recovery
 - Regulation
 - Dodd-Frank

ONB Strategy



What Else is On Your Mind?

- Raise your hand and a microphone will be handed to you
- Please stand and state your name before asking your question



2012 Annual Shareholders Meeting

Thank You

NYSE: ONB

A decorative horizontal bar at the bottom of the slide, consisting of a thin yellow line above a thick dark blue bar.

Old National Bancorp

Appendix



ONB's Peer Group

| Like-size, publicly-traded financial services companies, generally in the Midwest, serving comparable demographics with comparable services as ONB | | | |
|--|------|-----------------------------------|------|
| 1st Source Corporation | SRCE | Hancock Holding Company** | HBHC |
| BancFirst Corporation | BANF | Heartland Financial USA, Inc. | HTLF |
| BancorpSouth, Inc. | BXS | IBERIABANK Corporation | IBKC |
| Bank of Hawaii Corporation | BOH | MB Financial, Inc. | MBFI |
| Chemical Financial Corporation | CHFC | Park National Corporation | PRK |
| Commerce Bancshares, Inc. | CBSH | Pinnacle Financial Partners, Inc. | PNFP |
| Cullen/Frost Bankers, Inc. | CFR | Prosperity Bancshares, Inc. | PB |
| F.N.B. Corporation | FNB | Renasant Corp.* | RNST |
| First Commonwealth Financial Corporation | FCF | S&T Bancorp, Inc. | STBA |
| First Financial Bancorp. | FFBC | Susquehanna Bancshares, Inc. | SUSQ |
| First Interstate BancSystem, Inc. | FIBK | Trustmark Corporation | TRMK |
| First Merchants Corporation | FRME | UMB Financial Corporation | UMBF |
| First Midwest Bancorp, Inc. | FMBI | United Bankshares, Inc. | UBSI |
| FirstMerit Corporation | FMER | Valley National Bancorp | VLY |
| Fulton Financial* | FULT | WesBanco, Inc. | WSBC |
| Glacier Bancorp, Inc. | GBCI | Wintrust Financial Corporation | WTFC |

Banks are in both 2011 and 2012 Peer Group unless otherwise noted

*2012 Peer Group only

**2011 Peer Group only