

Old National Bancorp

Third Quarter 2012 Financial Review

October 29, 2012



Lynell Walton

**Senior Vice President
Investor Relations**

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 and satisfy the items addressed in Old National's Consent Order with the Office of the Comptroller of the Currency, 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, failure to adhere to or significant changes in accounting, 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.

Non-GAAP Financial Measures

These slides contain non-GAAP financial measures. For purposes of Regulation G, a non-GAAP financial measure is a numerical measure of the registrant's historical or future financial performance, financial position or cash flows that excludes amounts, or is subject to adjustments that have the effect of excluding amounts, that are included in the most directly comparable measure calculated and presented in accordance with GAAP in the statement of income, balance sheet or statement of cash flows (or equivalent statements) of the issuer; or includes amounts, or is subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable measure so calculated and presented. In this regard, GAAP refers to generally accepted accounting principles in the United States. Pursuant to the requirements of Regulation G, Old National Bancorp has provided reconciliations within the slides, as necessary, of the non-GAAP financial measure to the most directly comparable GAAP financial measure.

Discussion Topics

- 3rd quarter 2012 financial performance
- Expense initiatives
- Indiana Community Bancorp acquisition
- Economic and strategic update

3Q12 Review

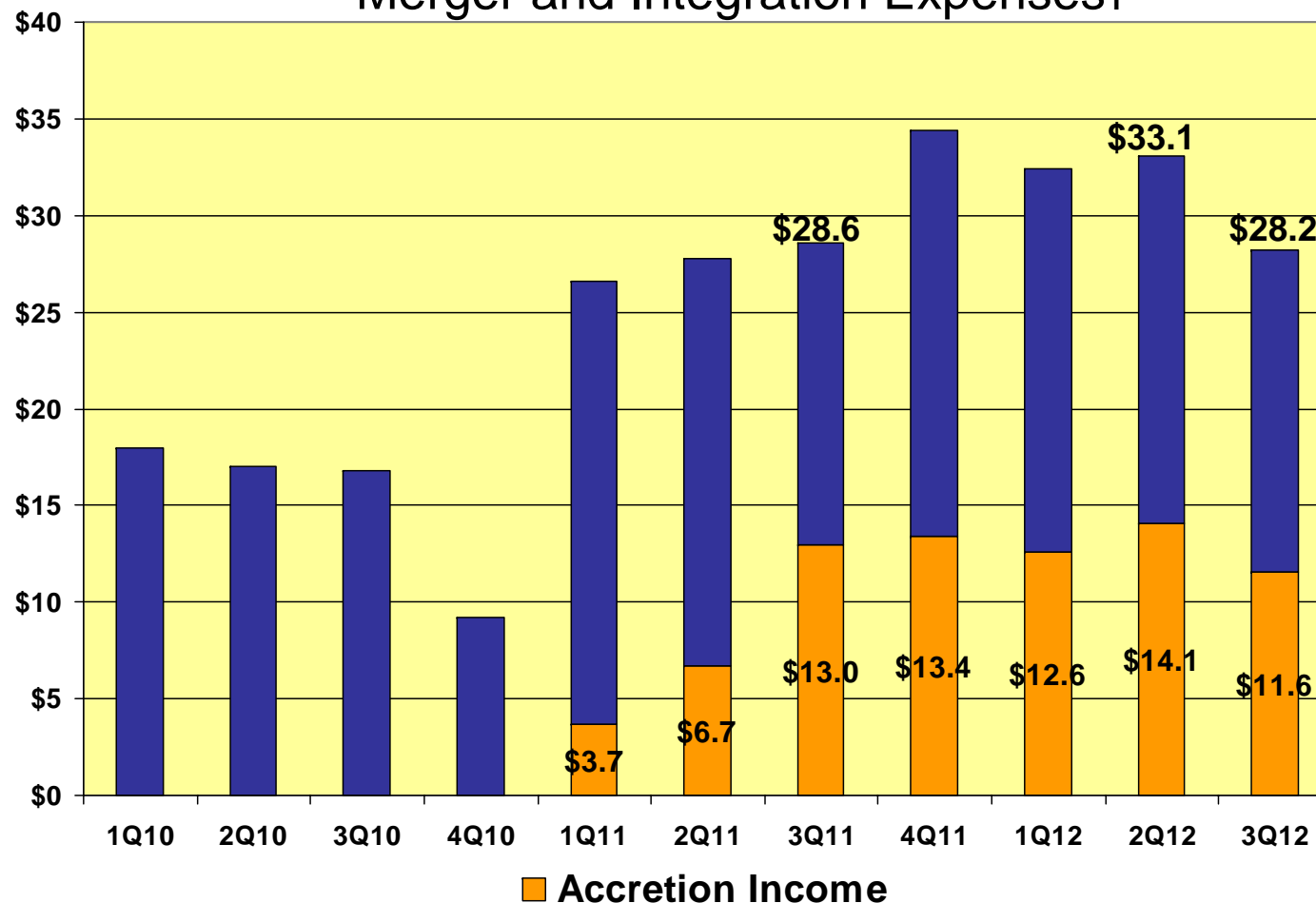
- Net income of \$19.7 million, or \$.20 per share
 - \$27.2 million, or \$.29 per share, in 2Q12
 - \$16.8 million, or \$.18 per share, in 3Q11
- Quarter includes
 - Closure and conversion of Indiana Community Bancorp acquisition
 - \$4.9 million of merger and integration expense
 - Sale of \$39.5 million in classified assets
 - \$2.7 million of securities gains
 - \$4.9 million of expense associated with the change in indemnification asset
 - \$.8 million of branch optimization expense

Chris Wolking

**Sr. Executive Vice President
Chief Financial Officer**

Pre-Tax, Pre-Provision Income¹

Pre-Tax, Pre-Provision Income, Net of Securities Gains and Merger and Integration Expenses¹



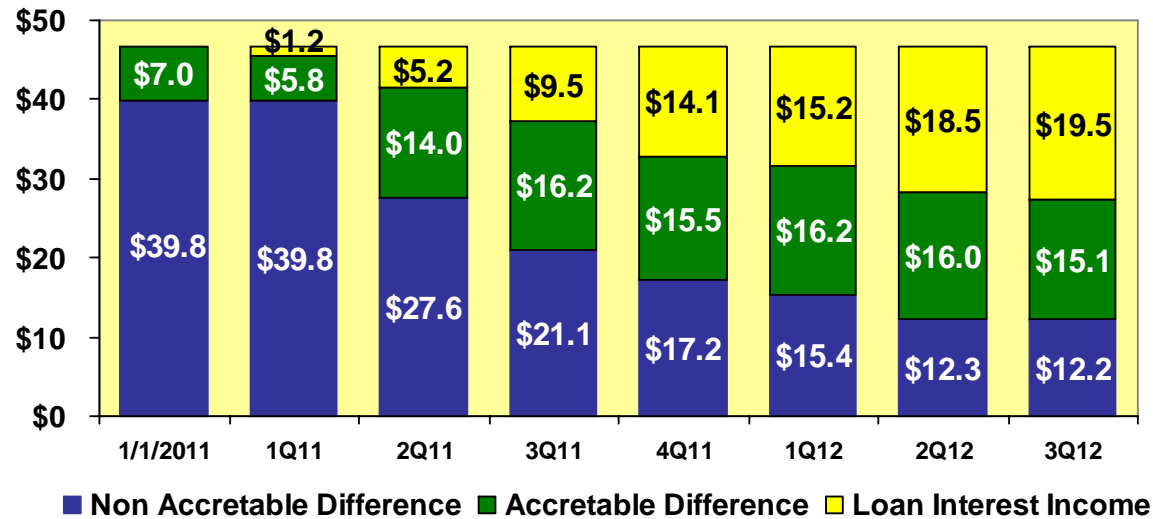
Accretion income is defined as the amortization/accretion of the discounted carry value of acquired assets and liabilities (excludes contractual interest).

\$ in millions

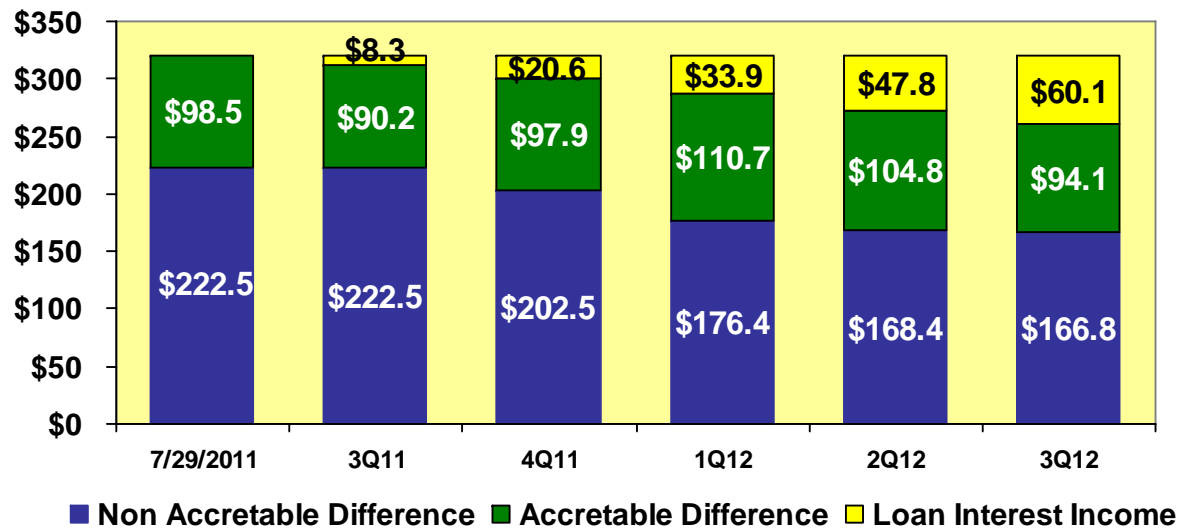
¹ Non-GAAP financial measure management believes is useful in evaluating the financial results of the Company – see Appendix for Non-GAAP reconciliation

Purchased Impaired Loans

Monroe Bancorp



Integra Bank



\$ in millions

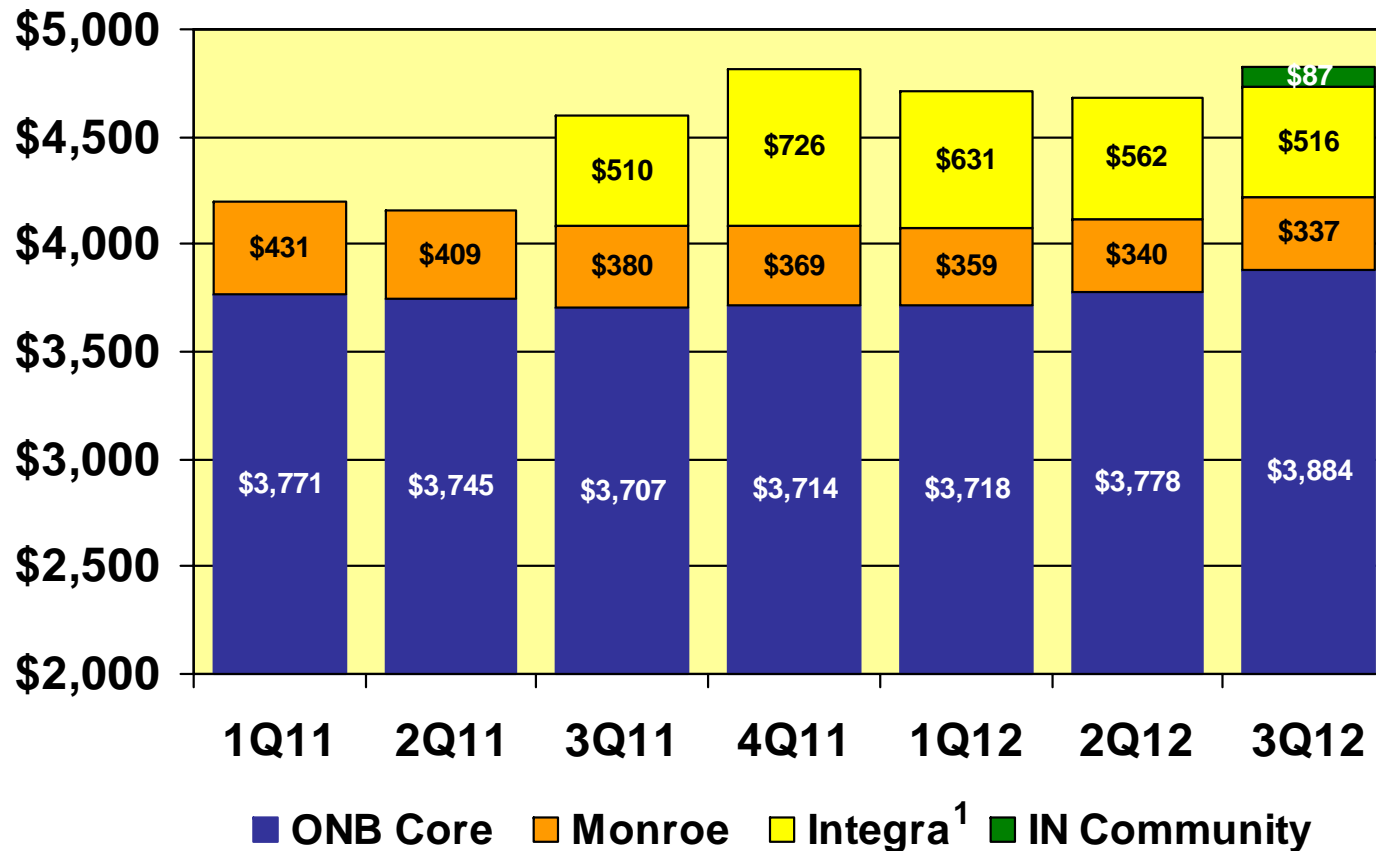
Acquisition of Indiana Community

	At Announcement (January 25, 2012)	At Close (September 15, 2012)
Loan Mark	\$119	\$85.1
Goodwill Created	\$75	\$86.7
Cost Saves	Over 35%	Over 35%
Merger and Integration Costs ¹	\$19	\$14 to \$15
EPS Accretion (first full year)	\$.06 to \$.08	More than \$.06 to \$.08

Issued 6.6 million shares of ONB stock at closing

¹ Includes \$7 million in charges recorded on Indiana Community's books prior to close of acquisition
\$ in millions, except per-share data

Average Loan Trends

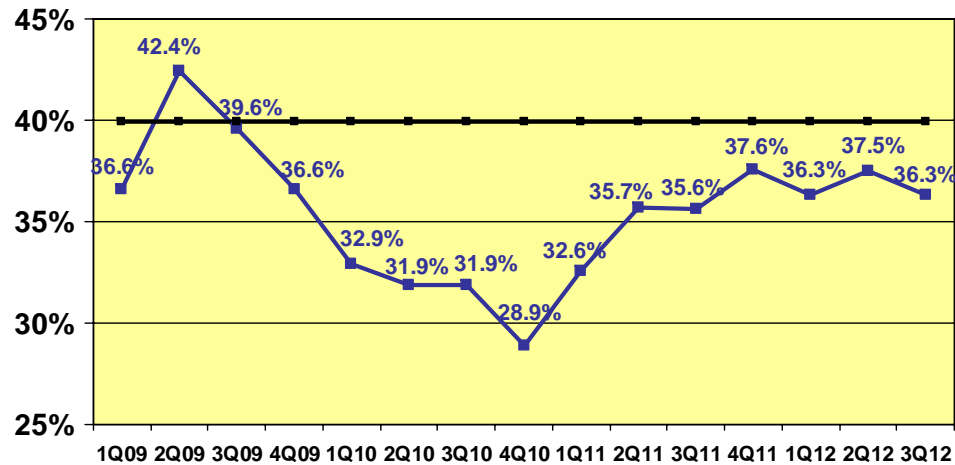


¹ Includes both covered and non-covered loans

\$ in millions – Quarterly averages – excludes residential loans and leases held for sale

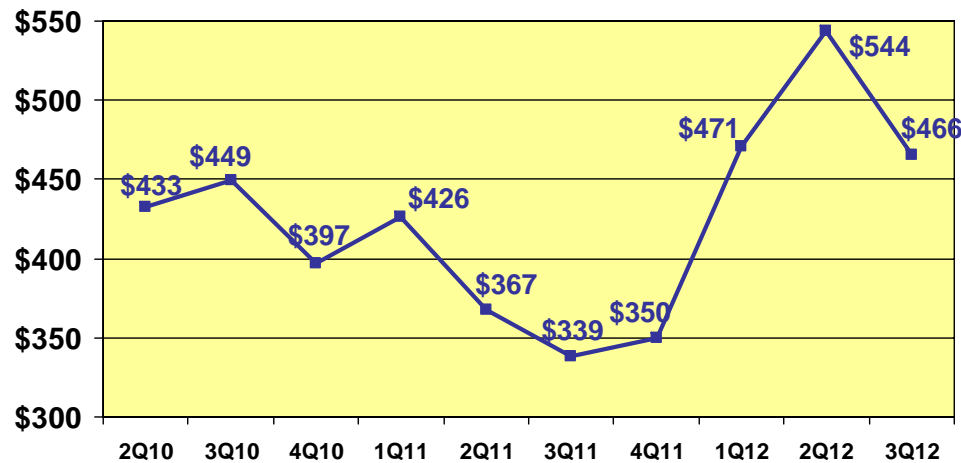
Commercial Line Utilization / Pipeline

Commercial Line Utilization



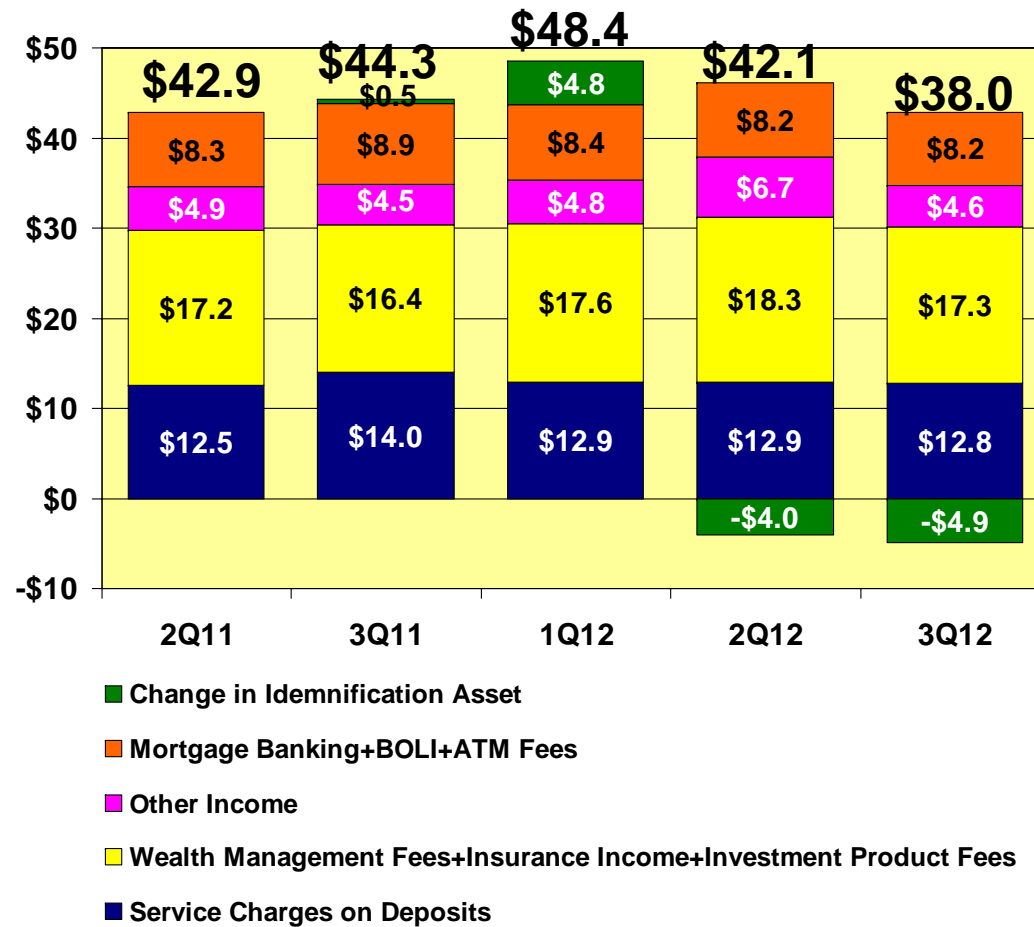
← ONB 2007-2008
Average = 39.9%

Commercial Loan Pipeline



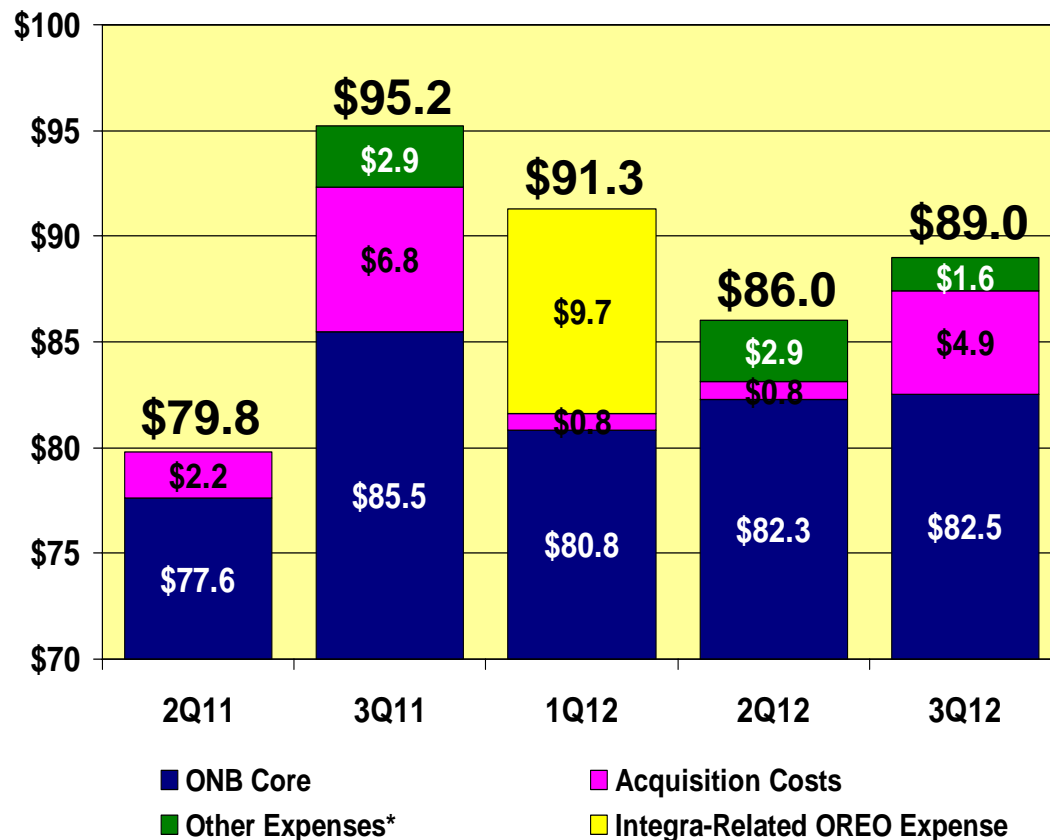
\$ in millions

Noninterest Income



\$ in millions

Noninterest Expense



- Anticipated 4Q12 charges
 - Up to \$2.5 million for branch optimization
 - Up to \$1.0 million for BSA/AML
 - Up to \$1.5 million for IN Community acquisition costs
- Anticipated 1Q13 charges
 - Up to \$2.5 million for BSA/AML

*Other Expenses include: in 3Q11 \$2.0 of litigation costs and \$0.9 of severance accrual;

in 2Q12 \$1.7 of ATM and branch optimization expenses, \$0.8 of Integra related OREO expense and \$0.4 of litigation costs;

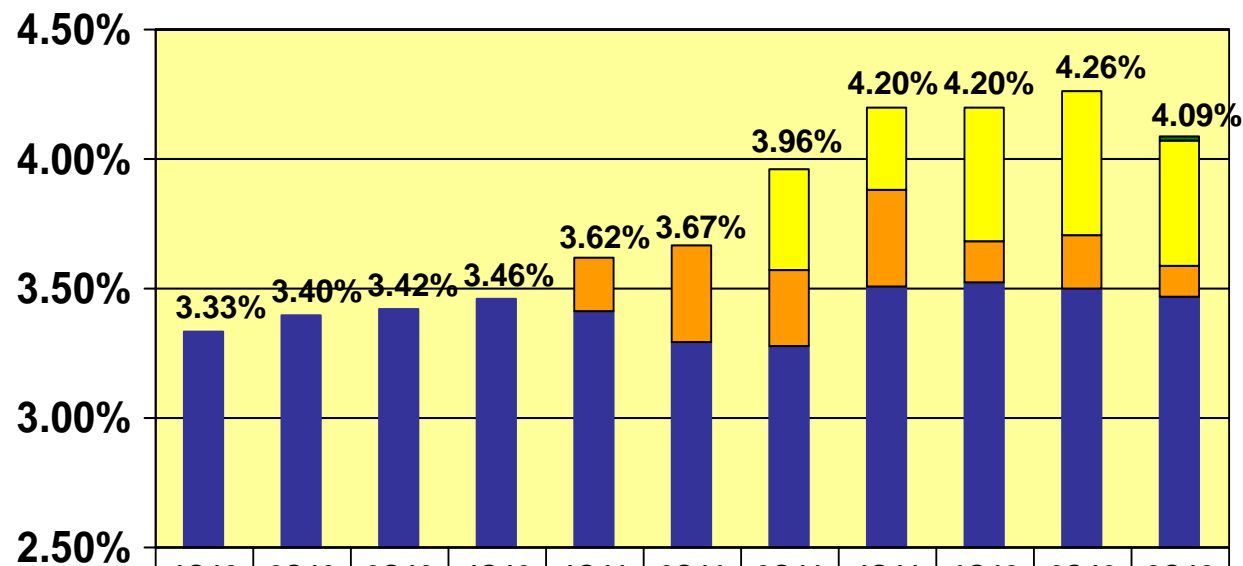
in 3Q12 \$0.8 of ATM and branch optimization expenses, \$0.6 million of IN Community expense and \$0.2 of Integra-related OREO expense

\$ in millions

Expense Initiatives

- Branch optimization
 - 19 consolidations anticipated in 4Q12
 - One branch added since August 16 announce date
 - 9 sales anticipated in 1Q13
 - Deposits total \$168.0 million as of 9-30-2012
 - No loans anticipated to be sold
 - Annualized impact when fully implemented (pre-tax)
 - Estimated noninterest expense savings of \$6.5 to \$7.5 million
 - Estimated net benefit to income statement \$3.0 to \$4.0 million
- Procurement initiatives
- Operational scorecards

Net Interest Margin



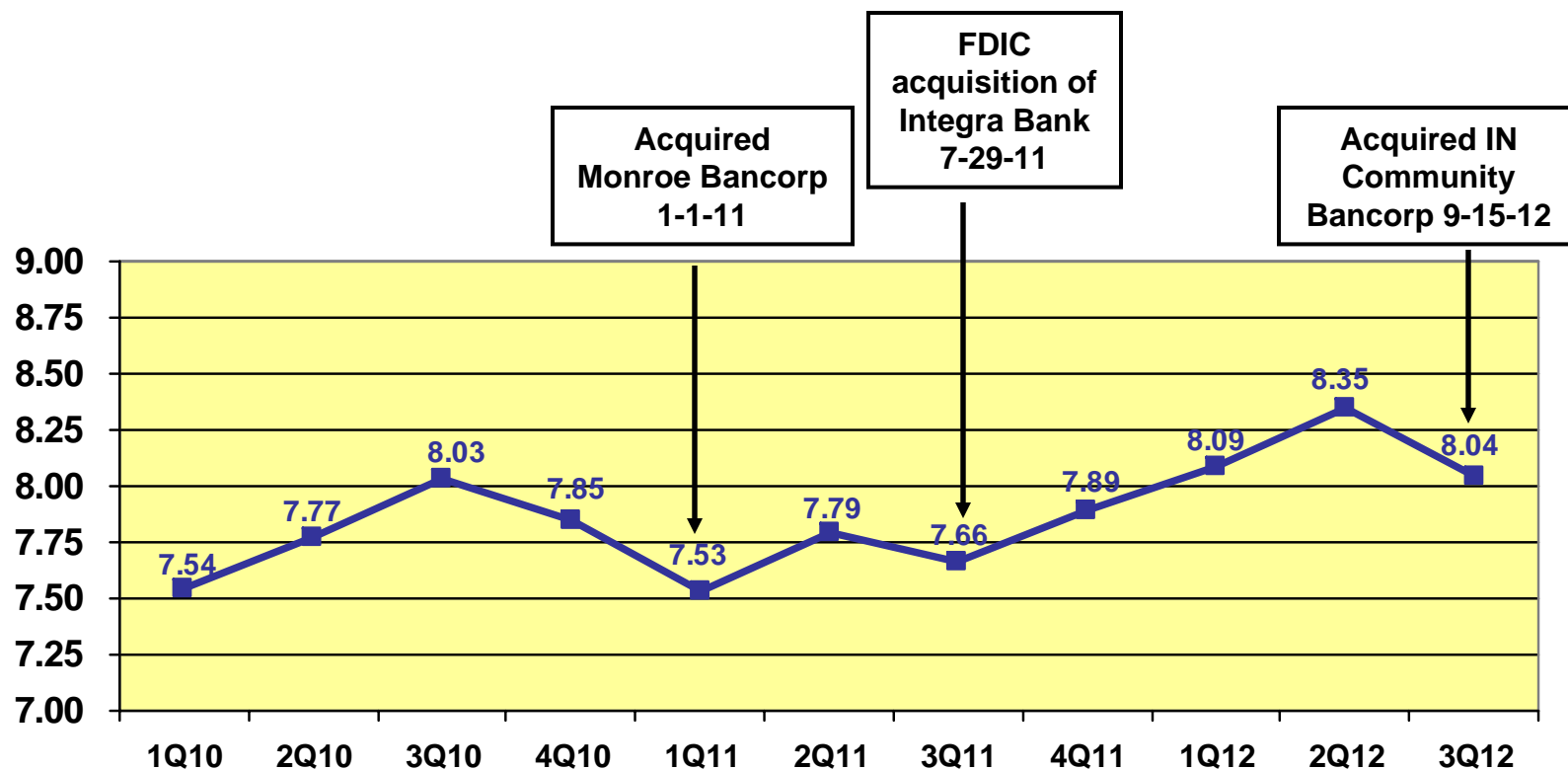
	1Q10	2Q10	3Q10	4Q10	1Q11	2Q11	3Q11	4Q11	1Q12	2Q12	3Q12
■ IN Community Accretion											0.02%
■ Integra Accretion							0.39%	0.32%	0.52%	0.55%	0.48%
■ Monroe Accretion					0.21%	0.38%	0.29%	0.37%	0.16%	0.21%	0.12%
■ ONB Core ²	3.33%	3.40%	3.42%	3.46%	3.41%	3.29%	3.28%	3.51%	3.52%	3.50%	3.47%

Earning assets reflect purchased assets, net of discount

¹ Fully taxable equivalent basis

² ONB Core includes contractual interest income of Monroe, Integra and IN Community loans

Tangible Common Book Value¹

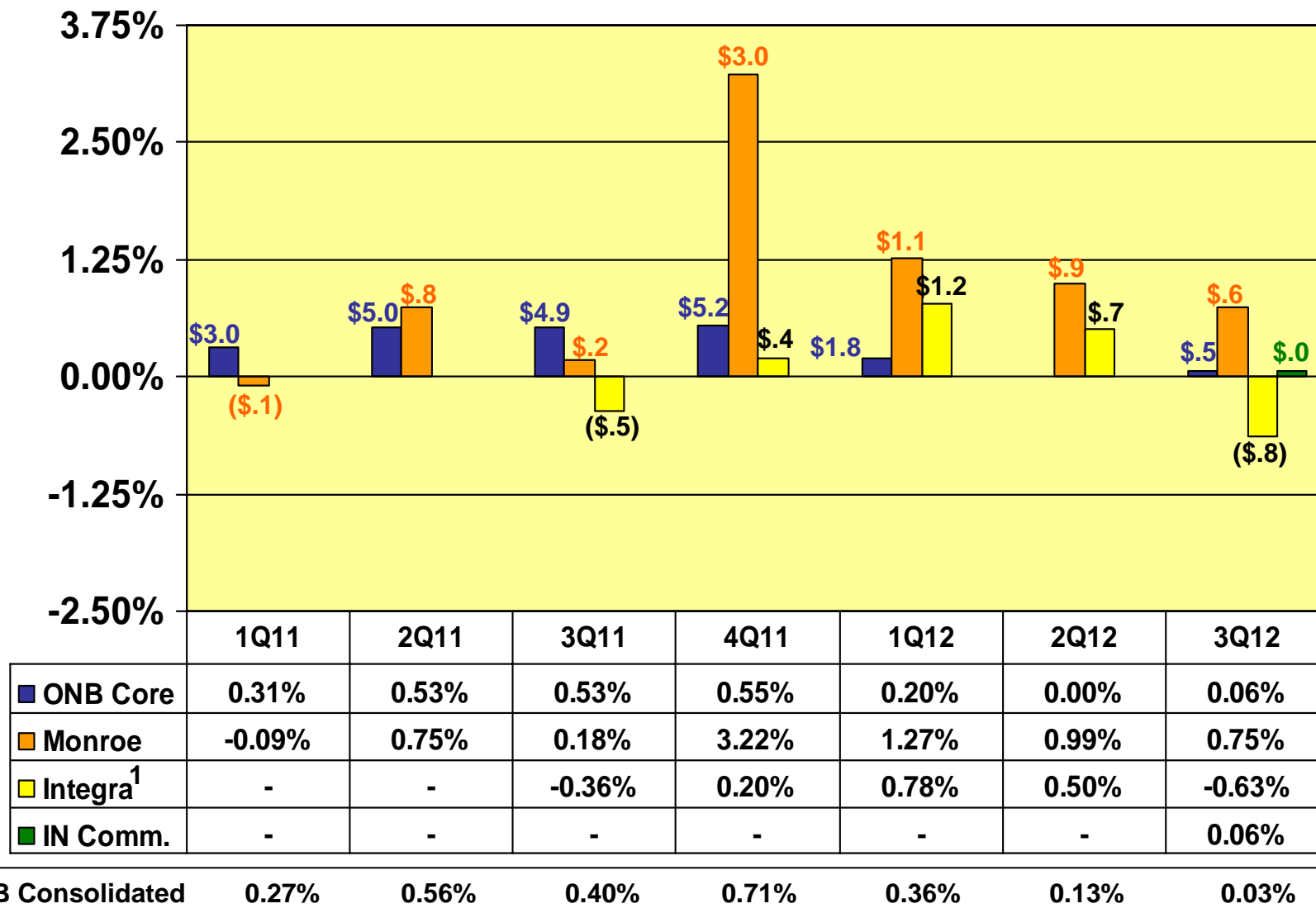


¹ Non-GAAP financial measure management believes is useful in evaluating the financial results of the Company – see Appendix for Non-GAAP reconciliation

Daryl Moore

**Executive Vice President
Chief Credit Officer**

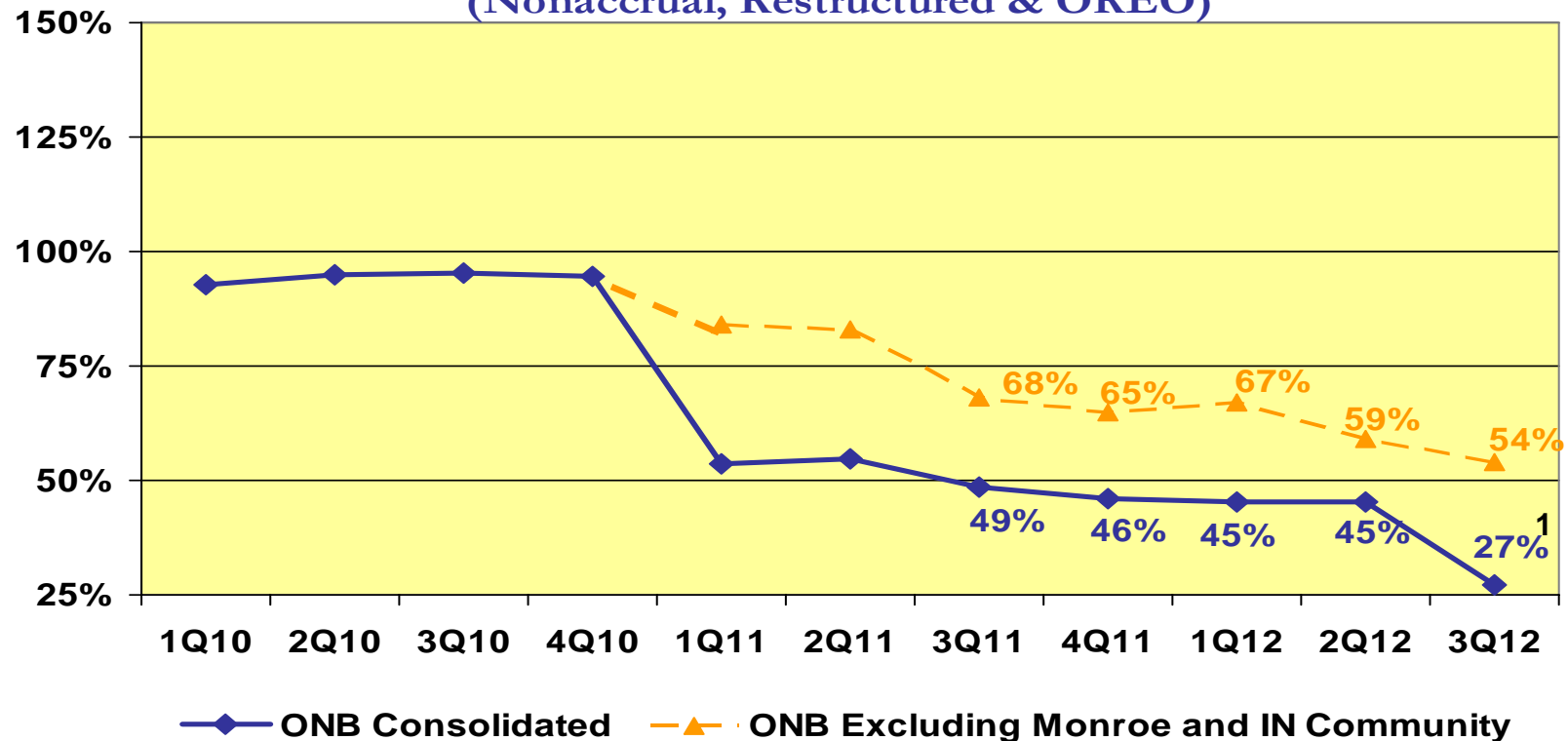
Credit Quality – Net Charge-Offs



¹ Includes both covered and non-covered loans
\$ in millions

Credit Quality – Excluding Covered Loans

Allowance for Loan Losses to Non-Performing Assets
(Nonaccrual, Restructured & OREO)



¹ Does not reflect impact of \$20.0 million remaining loan discount on Monroe's loan portfolio or the \$84.7 million loan discount on Indiana Community's loan portfolio

Peer Group data per SNL Financial
See Appendix for definition of Peer Group

Credit Quality – ALLL and Mark Summary

Allowance For Loan and Lease Loss/Loan Mark Summary					
At September 30, 2012	ONB Legacy	Monroe	Integra	IN Community	Total
Allowance for Loan Losses (ALLL)	\$48.3	\$2.0	\$4.5	\$0	\$54.8
Loan Mark	N/A	20.0	161.3	84.7	266.0
Total ALLL/Mark	\$48.3	\$22.0	\$165.8	84.7	\$320.8
Pre-Mark Loan Balance	\$3,937.9	\$361.3	\$655.9	\$563.9	\$5,519.0
ALLL/Pre-Mark Loan Balance	1.23%	.55%	.69%	-%	.99%
Mark/Pre-Mark Loan Balance	N/A	5.54%	24.59%	15.02%	4.82%
Combined ALLL & Mark/Pre-Mark Loan Balance ¹	1.23%	6.09%	25.28%	15.02%	5.81%

\$ in millions

¹ Non-GAAP financial measure which management believes useful to demonstrate that the remaining discount considers credit risk and should be included as part of total coverage N/A = not applicable

Covered Assets

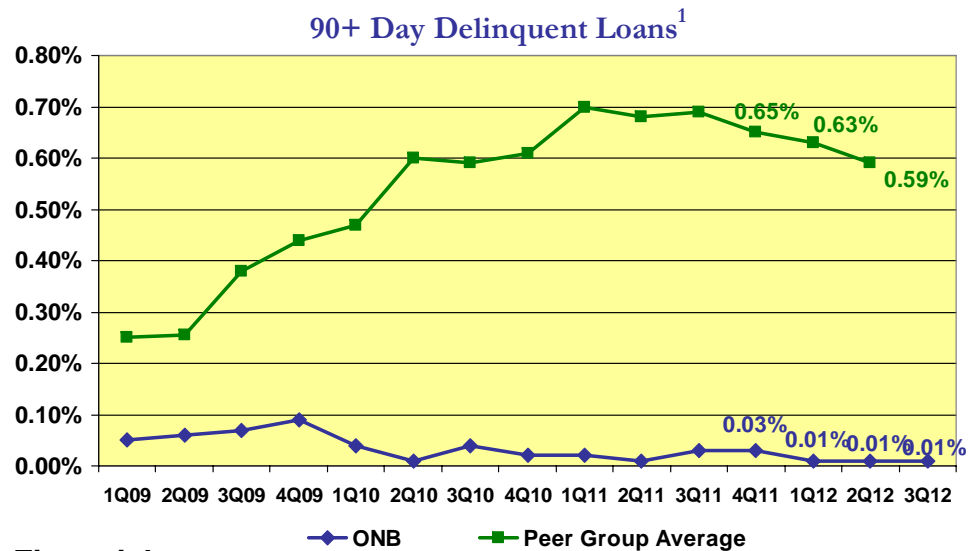
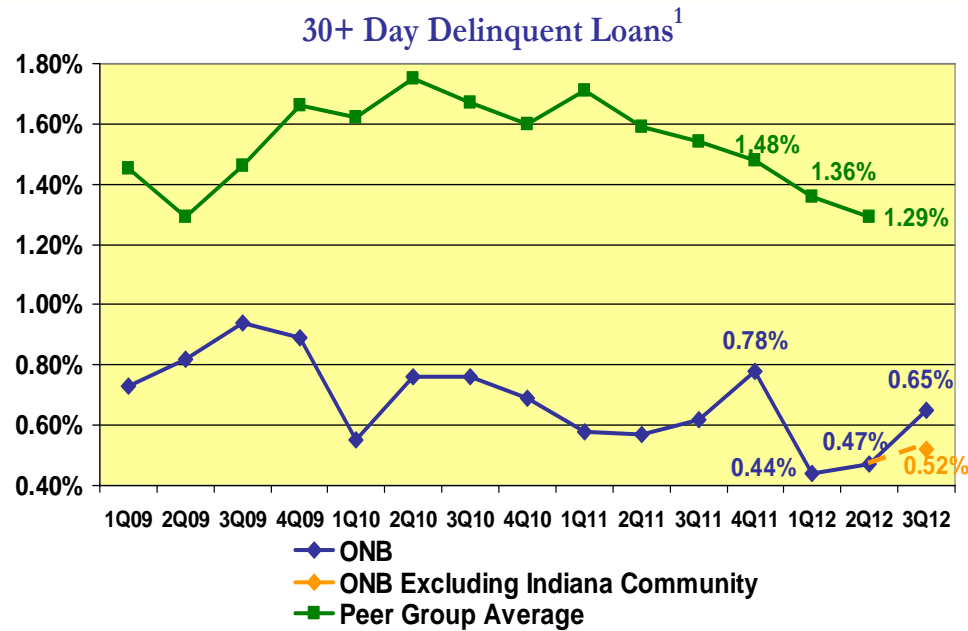
	Sept. 30, 2011	Dec. 31, 2011	Mar. 31, 2012	Jun. 30, 2012	Sept. 30, 2012	
Loans 90+ Days & Over	\$.7	\$ 2.4	\$.8	\$.6	\$.1	
Commercial Loans	Grades 1 through 6	\$281.9	\$230.5	\$179.5	\$160.4	\$147.0
	Criticized – Grade 7	26.9	23.0	20.2	16.2	14.3
	Classified – Grade 8	16.5	16.7	27.5	23.3	24.7
	Nonaccrual – Grade 9	196.4	179.7	158.5	137.7	120.6
	Retail Loans	189.6	176.5	162.9	151.7	142.2
	Total Covered Loans	\$711.3	\$626.4	\$548.6	\$489.3	\$448.8
Other Real Estate Owned	\$31.9	\$30.4	\$24.7	\$22.2	\$28.8	

***Covered loans shown net of \$183.3 million discount**

*On this portfolio of covered loans, the FDIC will reimburse Old National for 80% of the losses up to \$275.0 million, 0% of losses from \$275.0 million up to \$467.2 million and 80% of losses in excess of \$467.2 million.

\$ in millions – period-end balances vs. quarterly average balances as shown on slide 11
Refer to Appendix for ONB Risk Grade Table

Credit Quality – Excluding Covered Loans

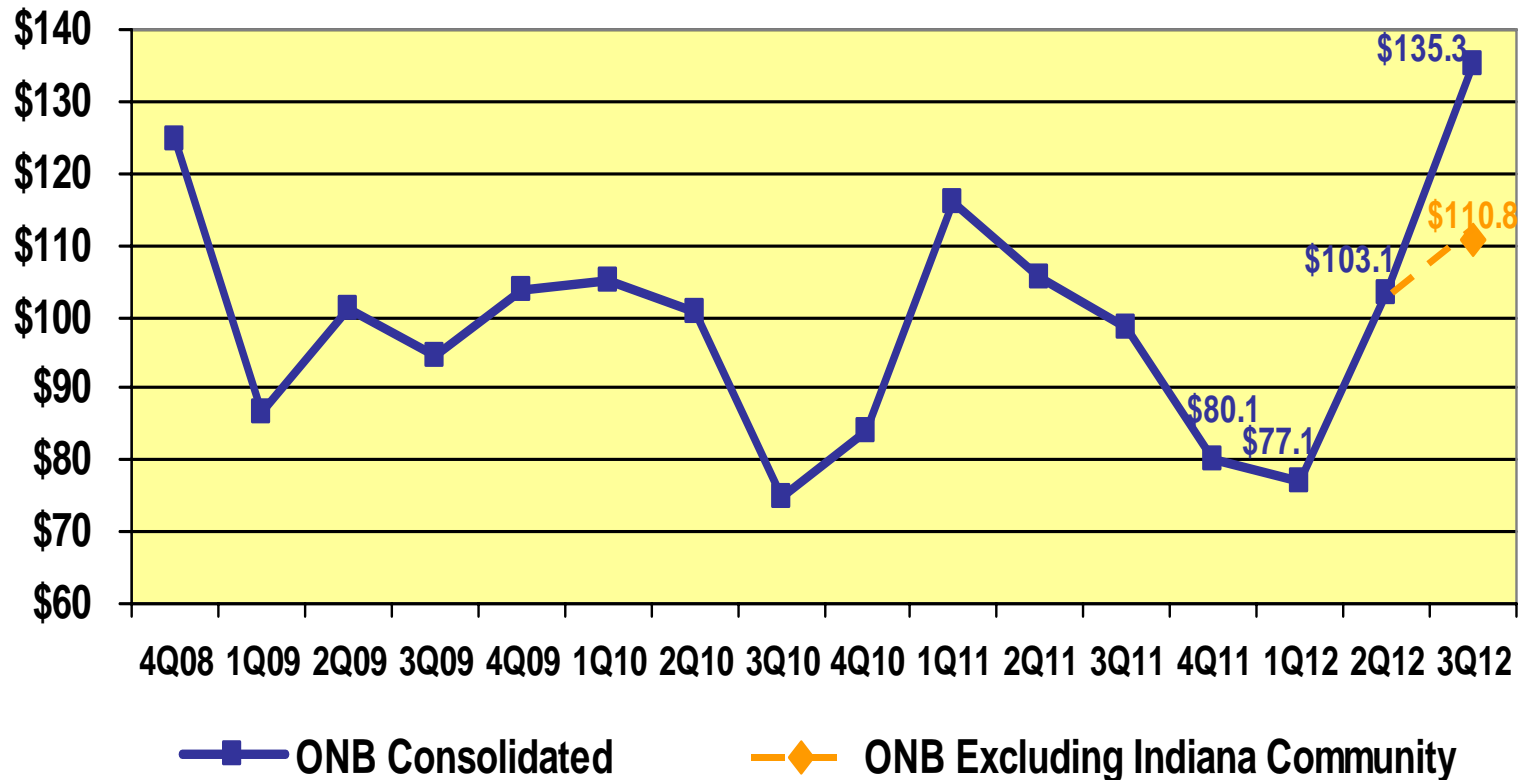


Peer Group data per SNL Financial
 See Appendix for definition of Peer Group

¹As a % of end of period total loans

Credit Quality – Excluding Covered Loans

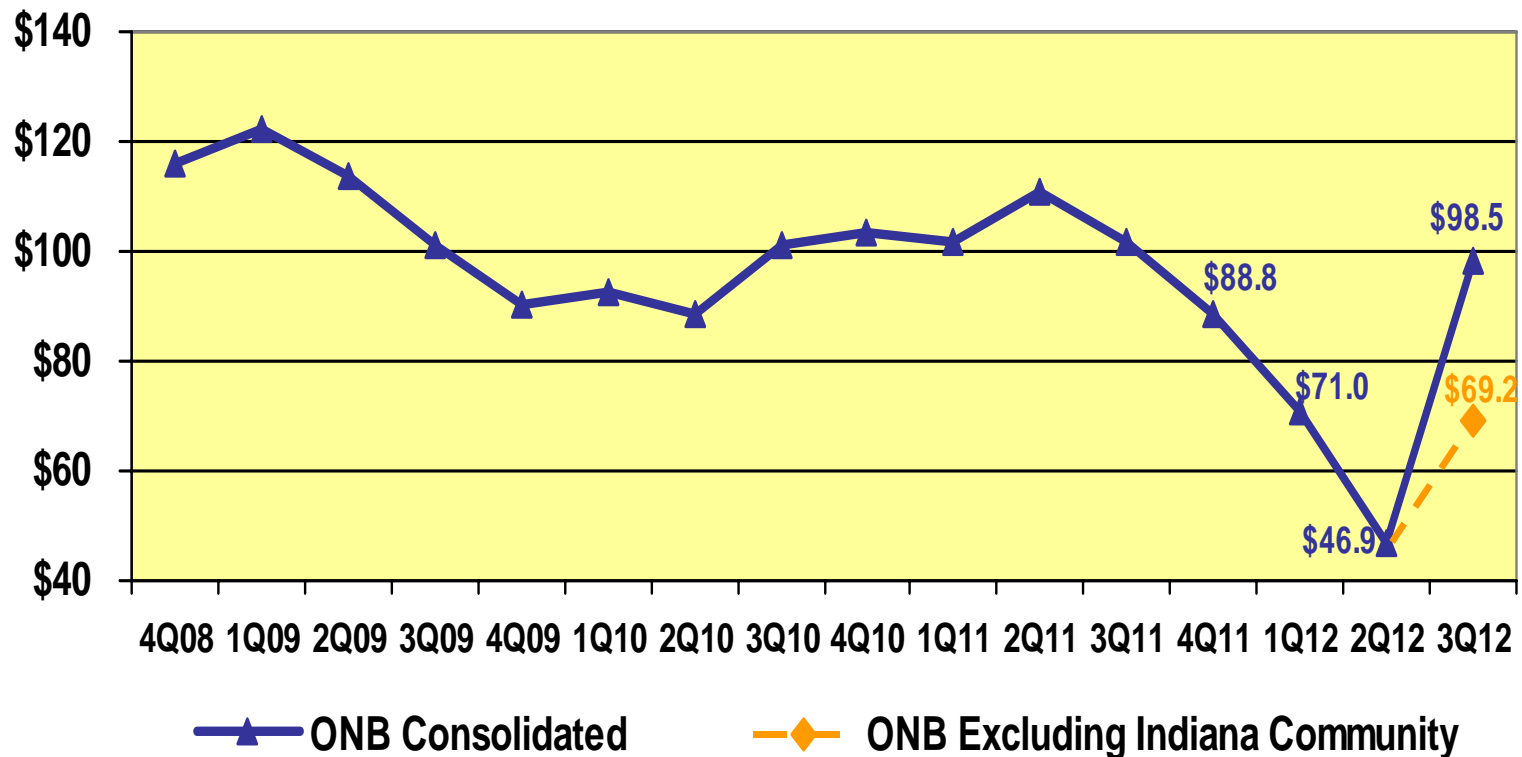
Criticized Loans-Grade 7



\$ in millions
Refer to Appendix for ONB Risk Grade Table

Credit Quality – Excluding Covered Loans

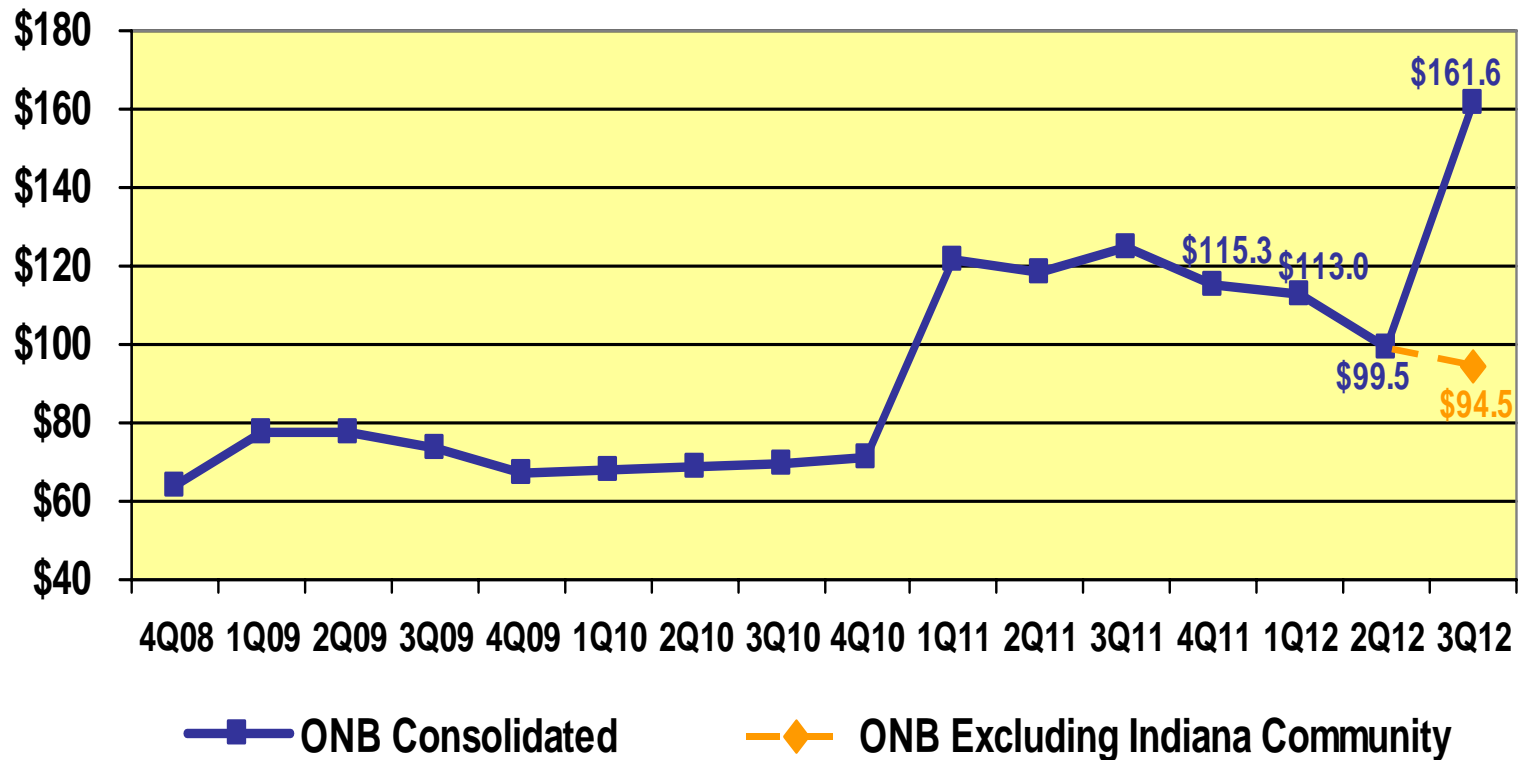
Classified Loans-Grade 8



\$ in millions
Refer to Appendix for ONB Risk Grade Table

Credit Quality – Excluding Covered Loans

Nonaccrual Loans-Grade 9



\$ in millions
Refer to Appendix for ONB Risk Grade Table

Agricultural Portfolio

	\$ of Exposure	% of Comm'l Exposure	% of Bank Capital + ALLL
Crop Farming	\$264	7.0%	23.8%
Livestock	\$49	1.3%	4.4%
Other	\$6	.2%	.5%
Total	\$319	8.5%	28.7%

- Effect of drought on row crop farmers appears less severe than originally anticipated due predominately to crop insurance
- Recent strong years will also help cushion impact
- Non-contract grower livestock farms experiencing significant issues

Barbara Murphy

**Sr. Executive Vice President
Chief Banking Officer**



Indiana Community Integration Update

- Transaction closed and systems converted the weekend of September 15, 2012
- 17 original locations
 - 14 locations remain
- Deposit attrition
 - Small balance DDA accounts; balances holding
- Commercial loans
 - Managed in Indianapolis, Columbus and Louisville
- Adding headcount for Brokerage and Mortgage
- Adding some indirect auto relationships and volume

Bob Jones

President Chief Executive Officer



Update

- Economy
 - Slowing slightly
- Business confidence
 - Apprehensive
- Consumer confidence
 - A little better
- Merger and acquisitions
 - When will the “dam” break?

Old National Bancorp

Thank You
Q&A

Old National Bancorp

Appendix



3Q12 Balance Sheet-Excludes Covered Loans

Loans	ONB at 6/30/2012	ONB at 9/30/2012	Change	Indiana Community	Organic Change
Commercial Loans	\$1,205.6	\$1,294.0	\$88.4	\$80.0	\$8.4
Commercial Real Estate Loans	1,042.6	1,291.1	248.5	239.5	9.0
Other Consumer Loans	649.3	666.3	17.0	25.3	(8.3)
Home Equity Loans	206.0	263.8	57.8	53.2	4.6
Residential Mortgage Loans	1,127.2	1,289.1	161.9	81.2	80.7
Total Loans	\$4,230.7	\$4,804.3	\$573.6	\$479.2	\$94.4
Core Deposits	ONB at 6/30/2012	ONB at 9/30/2012	Change	Indiana Community	Organic Change
Noninterest-bearing demand deposits	\$1,847.9	\$1,943.5	\$95.6	\$116.5	\$(20.9)
NOW Accounts	1,603.7	1,694.8	91.1	143.2	(52.1)
Savings Accounts	1,683.8	1,939.7	255.9	254.5	1.4
Money Market Accounts	283.1	282.3	(.8)	2.1	(2.9)
Other Time Deposits	1,241.7	1,358.0	116.3	223.9	(107.6)
Total Core Deposits	\$6,660.1	\$7,218.2	\$558.1	\$740.2	\$(182.1)

\$ in millions-period end balances

Pre-Tax, Pre-Provision Income¹

(\$ in millions)	4Q09	1Q10	2Q10	3Q10	4Q10	1Q11	2Q11	3Q11	4Q11	1Q12	2Q12	3Q12
Total Revenues	\$91.6	\$98.1	\$98.1	\$96.1	\$96.2	\$104.2	\$105.9	\$119.9	\$125.7	\$123.4	\$124.5	\$115.0
Less: Provision for Loan Losses	(21.8)	(9.3)	(8.0)	(6.4)	(7.1)	(3.3)	(3.2)	.1	(1.0)	(2.1)	(.4)	(.4)
Less: Noninterest Expense	(90.8)	(77.1)	(77.9)	(76.1)	(83.3)	(79.9)	(79.8)	(95.2)	(93.7)	(91.3)	(86.0)	(89.0)
Pre-tax Income	\$(21.0)	\$11.7	\$12.2	\$13.6	\$5.8	\$21.0	\$22.9	\$24.8	\$31.0	\$30.1	38.1	25.6
Add: Provision for Loan Losses	21.8	9.3	8.0	6.4	7.1	3.3	3.2	(.1)	1.0	2.1	.4	.4
Pre-Tax, Pre-Provision Income ¹	\$.8	\$21.0	\$20.2	\$20.0	\$12.9	\$24.3	\$26.1	\$24.7	\$32.0	32.1	38.5	26.0
Less: Securities Gains/Losses	3.2	(3.0)	(3.2)	(3.2)	(3.7)	(1.2)	(.5)	(2.9)	(2.8)	(.5)	(6.2)	(2.7)
Add: Merger and Integration Expenses	-0-	-0-	-0-	-0-	-0-	3.5	2.2	6.8	5.2	.8	.8	4.9
Pre-Tax, Pre-Provision Income, Net of Securities Gains and Merger and Integration Expenses ¹	\$4.0	\$18.0	\$17.0	\$16.8	\$9.2	\$26.6	\$27.8	\$28.6	\$34.4	\$32.4	\$33.1	\$28.2

(4.1%)

(7.6%)

(14.8%)

(1.4%)

¹Non-GAAP financial measure management believes is useful in evaluating the financial results of the Company

Investment Portfolio

(\$ in millions)	Book Value June 30, 2012	Book Value Sept. 30, 2012	Market Value* June 30, 2012	Market Value* Sept. 30, 2012	Market Value \$ Change
Federal National Mortgage Association			\$452.0	\$387.8	
Federal Home Loan Mortgage Corporation			79.5	170.9	
Federal Home Loan Bank			3.0	-0-	
Federal Farm Credit Bank			-0-	16.5	
Subtotal U.S. Government Agencies-Senior Debentures	\$520.7	\$559.7	\$534.5	\$575.2	\$40.7
U.S. Treasury	\$15.2	\$15.2	\$15.6	\$15.6	\$-0-
Issued or guaranteed by FNMA, FHLMC, GNMA	\$1,179.3	\$1,167.6	\$1,213.3	\$1,205.8	
Nonagency guaranteed	76.8	31.8	73.7	32.7	
Subtotal Mortgage Backed Securities	\$1,256.1	\$1,199.4	\$1,287.0	\$1,238.5	\$(48.5)
Trust Preferred	\$37.2	\$37.2	\$19.3	\$19.4	
Other Corporate	98.9	103.2	108.4	114.4	
Subtotal Corporate Securities	\$136.1	\$140.4	\$127.7	\$133.8	\$6.1
Municipal Securities – Taxable	\$236.2	\$246.5	\$254.3	\$264.6	\$10.3
Municipal Securities – Tax Exempt	\$411.6	\$443.4	\$438.9	\$476.3	\$37.4
Other Securities	\$74.8	\$86.7	\$74.8	\$86.7	\$11.9
Totals	\$2,650.7	\$2,691.3	\$2,732.8	\$2,790.7	\$57.9

*Includes market value for both available for sale and held to maturity securities

Investment Portfolio

\$ in thousands	Effective Duration June 30, 2012	Effective Duration Sept. 30, 2012	Book Value June 30, 2012	Book Value Sept. 30, 2012
Money Market Investments ¹	.01	.01	\$94,092	\$26,877
Treasuries	2.37	2.13	15,166	15,170
Agencies	3.80	3.56	520,729	559,739
Pools	1.36	1.08	744,784	743,945
CMOs	2.42	1.97	511,272	463,636
Municipals	7.58	7.10	657,481	689,915
Corporates	2.20	2.48	133,071	134,075
ABS	.07	.08	54	54
Totals	3.56	3.41	\$2,676,649	\$2,633,411

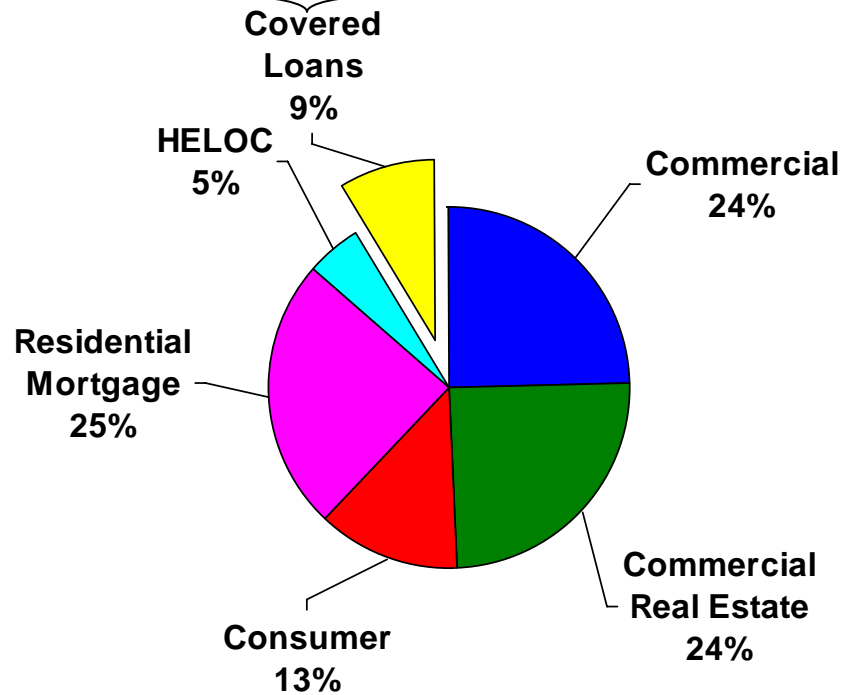
¹Money market investments includes balances in the Federal Reserve Bank Account

Securities with OTTI

Lowest credit rating provided by any nationally recognized credit rating agency. (\$ in thousands)	Vintage	Lowest Credit Rating	Book Value at Sept. 30, 2012	OTTI 3Q12	OTTI YTD 2012	OTTI Life to Date
BAFC Ser 4	2007	CCC	\$12,319	\$139	\$299	\$441
CWALT Ser 73CB	2005	D	2,613	23	140	430
CWALT Ser 73CB	2005	D	3,762	21	21	630
CWHL 2006-10 (security sold 1Q11)	2006		-	-	-	1,071
CWHL 2005-20	2005	CC	1,242	-	-	111
FHASI Ser 4 (security sold 3Q12)	2007		-	-	-	1,192
HALO Ser 1R (security sold 3Q12)	2006		-	-	133	149
RFMSI Ser S9 (security sold 4Q10)	2006		-	-		2,803
RFMSI Ser S10	2006	D	3,260	15	178	668
RALI QS2 (security sold 4Q10)	2006		-	-	-	1,017
RAST A9 (security sold 3Q12)	2004		-	-	142	142
RFMSI S1 (security sold 2Q12)	2006		-	-		206
Totals Non-Agency Mortgage Backed Securities			\$23,196	\$198	\$913	\$8,860
TROPC	2003	C	\$86	-	-	\$4,849
MM Community Funding IX	2003	CC	2,067	-	-	2,777
Reg Div Funding	2004	D	4,012	4	165	5,685
PRETSL XII	2003	C	2,820	-	-	1,897
PRETSL XV	2004	C	1,695	-	-	3,374
Reg Div Funding	2005	C	311	-	-	3,767
Totals Pooled Trust Preferred Securities			\$10,991	\$4	\$165	\$22,349
Grand Totals			\$34,187	\$202	\$1,078	\$31,209

Loan Portfolio at September 30, 2012

\$69.5 Comml, \$237.1 CRE, \$104.4 HELOC, \$37.8 Resi Mortg



Commercial	\$1,294.0
Commercial Real Estate	1,291.1
Consumer	666.3
Residential Mortgage	1,289.1
HELOC	263.8
Covered Loans (Integra)	448.8
Total Loans	\$5,253.1

\$ in millions – period-end balances vs. quarterly average balances as shown on slide 10

Quick Home Refi (QHR) Product Statistics

Average loan outstanding	\$78,246
Average yield of closed loans	4.11%
Average Credit Score	779
Average FICO	301
Average debt to income	20%
Average loan to value	59%

Term	
10 years	28%
15 years	38%
20 years	14%
25 years	5%
30 years	15%

ONB Loan Risk Grades

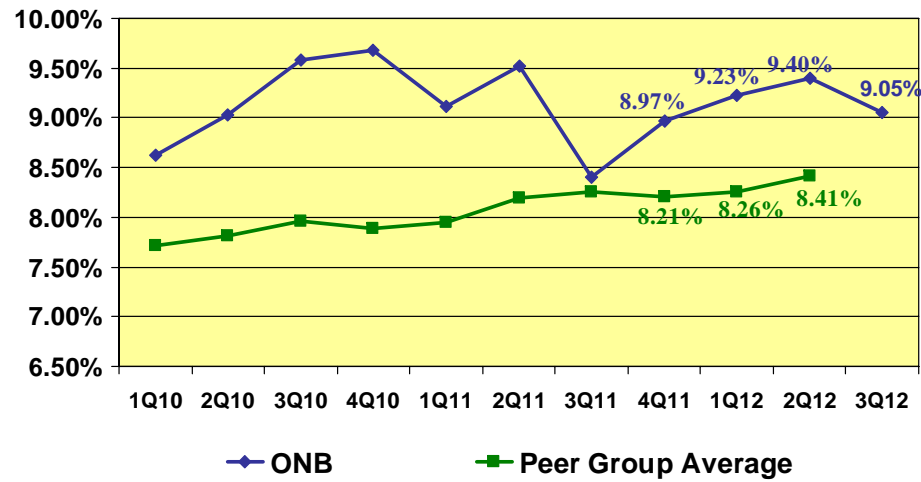
Grade	Name
0	Investment Grade
1	Minimal Risk
2	Modest Risk
3	Average Risk
4	Monitor
5	Weak Monitor
6	Watch
7	Criticized (Special Mention)
8	Classified (Problem)
9	Nonaccrual

Other Classified Assets

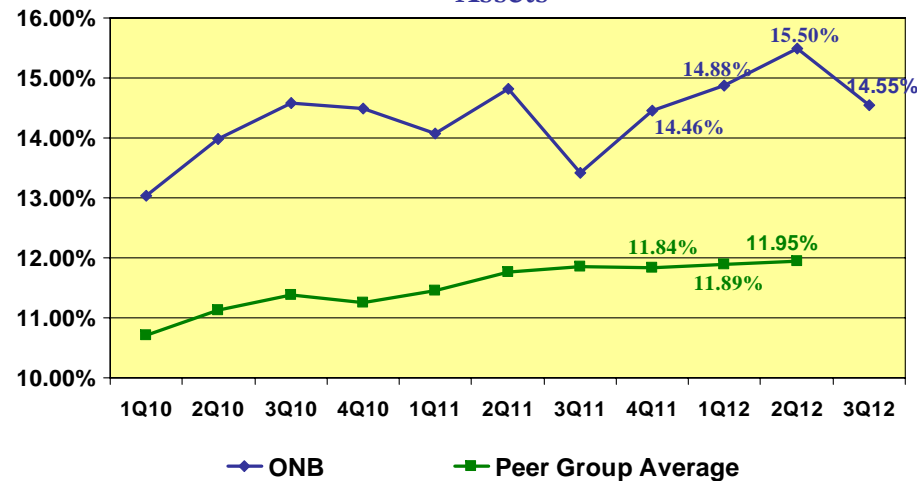
(\$ in millions)	Book Value June 30, 2012	Book Value Sept. 30, 2012	Market Value June 30, 2012	Market Value Sept. 30, 2012
Corporate Bonds	\$9.8	\$7.9	\$9.6	\$7.2
Pooled Trust Preferred Securities	\$25.3	\$25.3	\$8.5	\$9.1
Non-Agency Mortgage Backed Securities	\$67.3	\$23.2	\$63.9	\$23.8
Totals	\$102.4	\$56.4	\$82.0	\$40.1

Capital Ratios

Tangible Common Equity To Tangible Assets

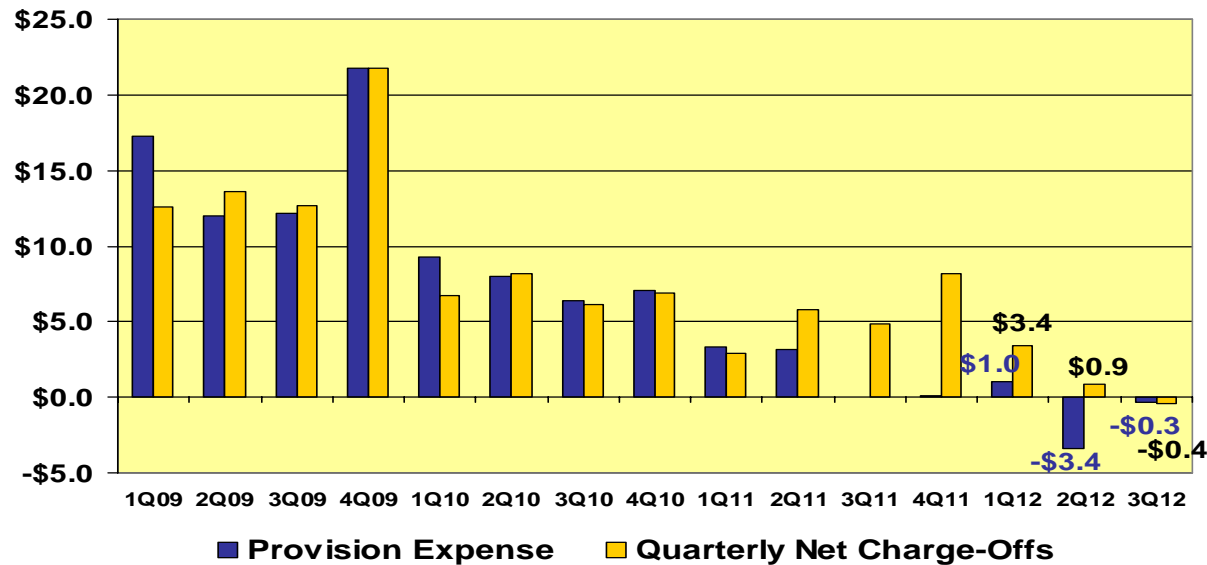


Tangible Common Equity to Risk Weighted Assets

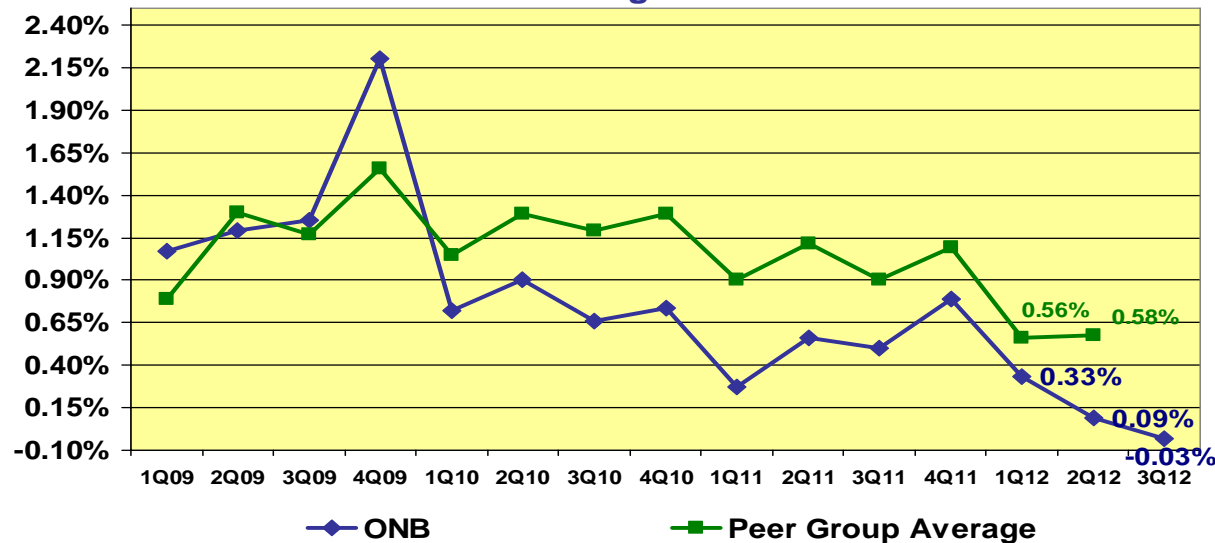


Peer Group data per SNL Financial - See Appendix for definition of Peer Group and Non-GAAP reconciliation

Credit Quality – Excluding Covered Loans



Net Charge-Offs



Credit Quality – Excludes Covered Loans

30+ Day Delinquent Loans Specific Segment Overview (As a % of End of Period Total Loans)

30+ Day Delinquent Loans	1Q11	2Q11	3Q11	4Q11	1Q12	2Q12	3Q12
Commercial	.35%	.35%	.51%	.29%	.16%	.24%	.16%
Commercial Real Estate	.36%	.19%	.34%	.78%	.25%	.19%	.38%
First Mortgage Residential Real Estate	.98%	1.03%	.82%	.99%	.71%	.73%	1.27%
Home Equity Lines Of Credit	.33%	.17%	.24%	.44%	.21%	.28%	.35%
All Other Consumer Loans	1.05%	1.28%	1.26%	1.55%	.98%	1.01%	1.12%
Loan Type as a % of Total Uncovered Loans	1Q11	2Q11	3Q11	4Q11	1Q12	2Q12	3Q12
Commercial	30.4%	30.8%	30.1%	29.4%	28.7%	28.5%	26.9%
Commercial Real Estate	29.0%	28.4%	27.2%	25.8%	24.9%	24.6%	26.9%
First Mortgage Residential Real Estate	18.7%	19.4%	21.0%	24.1%	25.8%	26.6%	26.8%
Home Equity Lines of Credit	6.2%	6.2%	5.4%	5.2%	5.0%	4.9%	5.5%
All Other Consumer Loans	15.7%	15.2%	16.3%	15.5%	15.6%	15.4%	13.9%

Credit Quality – Excludes Covered Loans

Nonaccrual Relationships \$2 Million or Greater

(\$ in millions)	4Q11	Monroe	1Q12	Monroe	2Q12	Monroe	3Q12	Monroe	IN Comm.
Count (#)	7	2	8	2	8	2	20	2	11
Total Exposure	\$30.4	\$5.6	\$33.2	\$5.1	\$32.1	\$5.1	\$68.7	\$4.8	\$36.3
Dollar Outstanding	\$29.3	\$5.5	\$32.4	\$5.1	\$30.7	\$5.1	\$62.8	\$4.8	\$31.9
Associated Impairment	\$5.2	\$1.4	\$5.3	\$1.3	\$4.9	\$0.9	\$4.9	\$0.6	\$-
Loan Type Breakdown – Outstandings							3Q12	Monroe	IN Comm.
Commercial							\$25.4	\$-	\$9.6
Commercial Real Estate							\$37.4	\$4.8	\$22.3
Largest Geographic Concentration – Outstandings							3Q12		
Evansville Region							\$10.3		

Monroe and Indiana Community balances shown net of discounts

Shared National Credits – Excludes Covered Loans

(\$ in millions)	1Q11	2Q11	3Q11	4Q11	1Q12	2Q12	3Q12
Count (#)*	7	7	7	7	7	7	7
Total exposure	\$68.2	\$70.6	\$70.5	\$65.0	\$64.5	\$63.8	\$63.3
Dollar outstanding	\$24.4	\$21.4	\$22.9	\$19.1	\$18.0	\$22.1	\$23.1
Largest exposure	\$15.0	\$15.0	\$15.0	\$10.0	\$10.0	\$10.0	\$10.0
Weighted average risk grade**	1.8	1.8	1.9	1.8	1.6	1.6	1.6

***All but one in Indiana, Kentucky or Illinois**

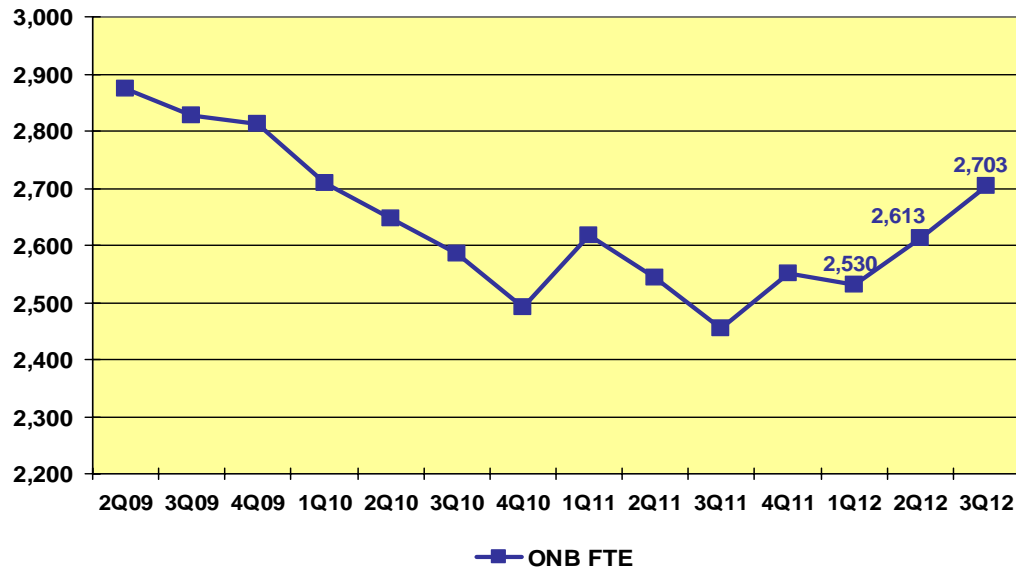
****ONB's risk grade scale is 0 (investment grade) to 9 (nonaccrual)**

CD Maturity Schedule

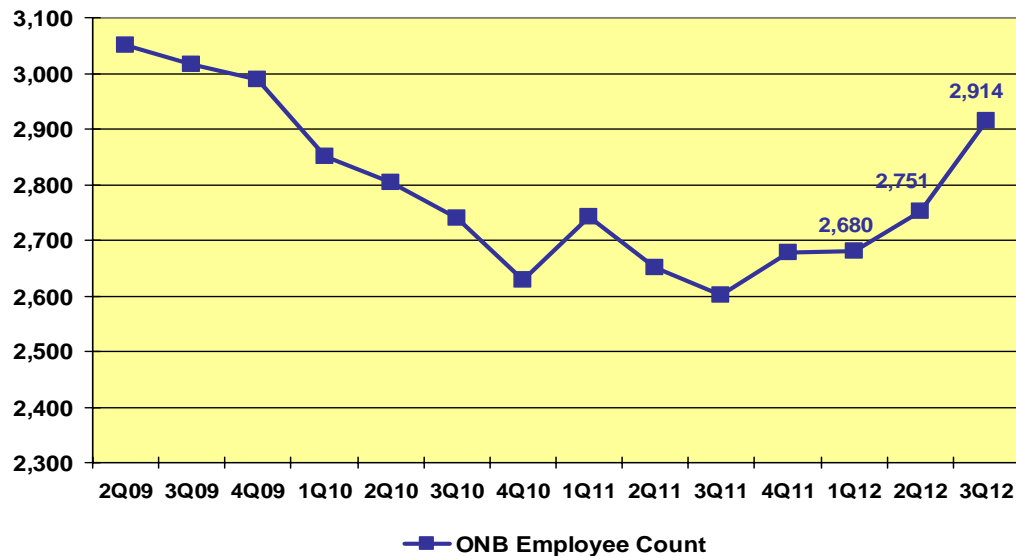
Bucket	Amount (\$ in 000's)	Rate
0-30 days	\$50,068	.86%
31-60 days	55,584	1.18%
61-90 days	71,657	.85%
91-120 days	56,110	.81%
121-150 days	51,018	.84%
151-180 days	85,665	.91%
181-210 days	64,637	1.03%
211-240 days	43,392	.64%
241-270 days	36,136	.64%
271-300 days	82,629	2.49%
301-330 days	105,491	2.74%
331-365 days	73,248	2.14%
1-2 years	257,808	1.66%
2-3 years	136,471	1.59%
3-4 years	65,089	2.75%
4-5 years	101,394	3.88%
Over 5 years	24,690	2.44%

Represents CD maturities at September 30, 2012

Noninterest Expense



- 3Q12 includes headcount of 190 and FTE of 115 related to the IN Community acquisition
- Anticipate reduction of 48 FTE in 4Q12 related to the IN Community integration



Non-GAAP Reconciliations

(end of period balances- \$ in millions)	1Q10	2Q10	3Q10	4Q10	1Q11	2Q11	3Q11	4Q11	1Q12	2Q12	3Q12
Total Shareholders' Equity	\$855.5	\$874.7	\$895.7	\$878.8	\$984.0	\$1,008.3	\$1,027.7	\$1,033.6	\$1,050.4	\$1,073.7	\$1,186.8
Deduct: Goodwill and Intangible Assets	(198.6)	(197.1)	(195.6)	(194.1)	(271.0)	(270.4)	(302.3)	(286.8)	(284.8)	(283.4)	(371.2)
Tangible Shareholders' Equity	657.0	677.7	700.1	684.7	713.0	737.8	725.4	746.8	765.6	790.3	815.6
Deduct: Preferred Stock	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-
Tangible Common Shareholders' Equity	\$657.0	\$677.7	\$700.1	\$684.7	\$713.0	\$737.8	\$725.4	\$746.8	\$765.6	\$790.3	\$815.6
Total Assets	\$7,818.3	\$7,701.1	\$7,506.1	\$7,263.9	\$8,085.3	\$8,018.8	\$8,932.7	\$8,609.7	\$8,581.1	\$8,689.6	\$9,383.0
Add: Trust Overdrafts	.3	.1	.1	.5	.1	.4	.4	.6	.1	.1	1.7
Deduct: Goodwill and Intangible Assets	(198.6)	(197.1)	(195.6)	(194.1)	(271.0)	(270.4)	(302.3)	(286.8)	(284.8)	(283.4)	(371.2)
Tangible Assets	\$7,620.0	\$7,504.1	\$7,310.6	\$7,070.3	\$7,814.4	\$7,748.8	\$8,630.8	\$8,323.5	\$8,296.4	\$8,406.2	\$9,013.6
Tangible Equity to Tangible Assets	8.62%	9.03%	9.58%	9.68%	9.12%	9.52%	8.40%	8.97%	9.23%	9.40%	9.05%
Tangible Common Equity to Tangible Assets	8.62%	9.03%	9.58%	9.68%	9.12%	9.52%	8.40%	8.97%	9.23%	9.40%	9.05%

Non-GAAP Reconciliations

(end of period balances- \$ in millions)	1Q10	2Q10	3Q10	4Q10	1Q11	2Q11	3Q11	4Q11	1Q12	2Q12	3Q12
Total Shareholders' Equity	\$855.5	\$874.7	\$895.7	\$878.8	\$984.0	\$1,008.3	\$1,027.7	\$1,033.6	\$1,050.4	\$1,073.7	\$1,186.8
Deduct: Goodwill and Intangible Assets	(198.6)	(197.1)	(195.6)	(194.1)	(271.0)	(270.4)	(302.3)	(286.8)	(284.8)	(283.4)	(371.2)
Tangible Shareholders' Equity	657.0	677.7	\$700.1	\$684.7	\$713.0	\$737.8	\$725.4	\$746.8	\$765.6	\$790.3	\$815.6
Deduct: Preferred Stock	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-
Tangible Common Shareholders' Equity	\$657.0	\$677.7	\$700.1	\$684.7	\$713.0	\$737.8	\$725.4	\$746.8	\$765.6	\$790.3	\$815.6
Risk Adjusted Assets	\$5,038.2	\$4,847.4	\$4,803.2	\$4,720.9	\$5,062.8	\$4,978.4	\$5,406.5	\$5,163.5	\$5,147.0	\$5,099.8	\$5,604.7
Tangible Common Equity to Risk Weighted Assets	13.04%	13.98%	14.58%	14.50%	14.08%	14.82%	13.42%	14.46%	14.88%	15.50%	14.55%

Non-GAAP Reconciliations

(\$ in thousands)	Three Months Ended Mar. 31, 2011	Three Months Ended June 30, 2011	Three Months Ended Sept. 30, 2011	Three Months Ended Dec. 31, 2011	Three Months Ended Mar. 31, 2012	Three Months Ended June 30, 2012	Three Months Ended Sept. 30, 2012
Net Interest Income	\$61,367	\$62,319	\$72,592	\$76,595	\$74,273	\$75,973	\$74,150
Taxable Equivalent Adjustment	3,020	2,908	2,914	2,979	3,051	3,252	3,340
Net Interest Income – Taxable Equivalent	\$64,387	\$65,227	\$75,506	\$79,574	\$77,324	\$79,225	\$77,490
Average Earning Assets	\$7,118,867	\$7,116,897	\$7,626,682	\$7,573,917	\$7,362,100	\$7,440,566	\$7,572,282
Net Interest Margin	3.45%	3.50%	3.81%	4.05%	4.04%	4.08%	3.92%
Net Interest Margin – Fully Taxable Equivalent	3.62%	3.67%	3.96%	4.20%	4.20%	4.26%	4.09%

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	Heartland Financial USA, Inc.	HTLF
BancFirst Corporation	BANF	IBERIABANK Corporation	IBKC
BancorpSouth, Inc.	BXS	MB Financial, Inc.	MBFI
Bank of Hawaii Corporation	BOH	Park National Corporation	PRK
Chemical Financial Corporation	CHFC	Pinnacle Financial Partners, Inc.	PNFP
Commerce Bancshares, Inc.	CBSH	Prosperity Bancshares, Inc.	PB
Cullen/Frost Bankers, Inc.	CFR	Renasant Corp.	RNST
F.N.B. Corporation	FNB	S&T Bancorp, Inc.	STBA
First Commonwealth Financial Corporation	FCF	Susquehanna Bancshares, Inc.	SUSQ
First Financial Bancorp.	FFBC	Trustmark Corporation	TRMK
First Interstate BancSystem, Inc.	FIBK	UMB Financial Corporation	UMBF
First Merchants Corporation	FRME	United Bankshares, Inc.	UBSI
First Midwest Bancorp, Inc.	FMBI	Valley National Bancorp	VLY
FirstMerit Corporation	FMER	WesBanco, Inc.	WSBC
Fulton Financial	FULT	Wintrust Financial Corporation	WTFC
Glacier Bancorp, Inc.	GBCI		

Investor Contact

Additional information can be found on the
Investor Relations web pages at
www.oldnational.com

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