

OLD NATIONAL BANCORP /IN/
Form 8-K
March 14, 2016

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):

March 14, 2016

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)

(I.R.S. Employer
Identification No.)

One Main Street, Evansville, Indiana

47708

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(812) 464-1294

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 14, 2016, Larry E. Dunigan, Chairman of the Board of Directors (the "Board"), announced to the Board his decision to retire from the Board effective upon the commencement of the Annual Meeting of Shareholders of Old National Bancorp (the "Company") on May 12, 2016 (the "Annual Meeting").

The Board elected Rebecca S. Skillman as Lead Director and Chair of the Corporate Governance and Nominating Committee, and Robert G. Jones as Chairman, each effective upon the commencement of the Company's Annual Meeting.

Item 8.01 Other Events.

On March 14, 2016, the Board approved revisions to the Company's Corporate Governance Guidelines to provide for the duties and responsibilities of the Lead Director.

The Corporate Governance Guidelines are filed as Exhibit 99.1 and incorporated by reference.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Old National Bancorp

March 14, 2016

By: Jeffrey L. Knight

Name: Jeffrey L. Knight

Title: EVP, Chief Legal Counsel and Corporate Secretary

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Exhibit Index

| <u>Exhibit No.</u> | <u>Description</u> |
|---------------------------|--|
| 99.1 | Corporate Governance Guidelines as amended March 14, 2016 |
| 99.2 | Press Release issued by Old National Bancorp March 14, 2016. |