

Old National Bancorp (NASDAQ: ONB; Evansville, IN) has agreed to sell three banking centers in separate transactions with MainSource Financial Group (NASDAQ: MSFG; Greensburg, IN) and River Valley Bancorp (NASDAQ: RIVR; Madison, IN)

Deal Value: Not Disclosed

Sandler O'Neill served as the exclusive financial advisor to Old National Bancorp in these transactions.

These transactions represent Sandler O'Neill's 51st and 52nd bank branch transactions since January 1, 2009, totaling 574 branches and \$30.1 billion in aggregate deposits. Sandler O'Neill has advised on more bank branch transactions than any other investment bank since January 1, 2009. ⁽¹⁾

About the Transactions:

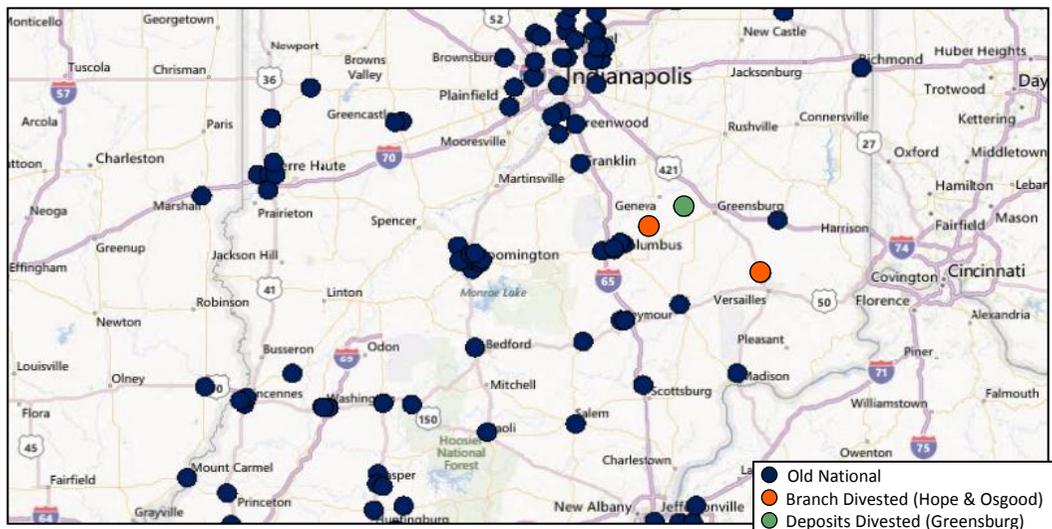
Old National Bancorp's wholly owned bank subsidiary, Old National Bank ("ONB"), entered into branch purchase and assumption agreements to sell three banking centers as part of its ongoing efficiency improvements and market transformation.

ONB entered into an agreement with River Valley Financial Bank to sell the deposits and banking center facility in Osgood, Indiana. ONB also entered into an agreement with MainSource Bank to sell the deposits at its Hope and Greensburg, Indiana banking centers and its banking center facility in Hope, Indiana.

The branch sales are subject to regulatory approval and customary closing conditions. ONB expects the transactions to close in December of 2013. ONB does not expect these divestitures to have a material impact on its financial statements.

Old National Bancorp, the parent company of Old National Bank, is the largest financial services holding company headquartered in Indiana with \$9.6 billion in assets. Since its founding in Evansville in 1834, Old National has focused on community banking by building long-term, highly valued partnerships with clients in its primary footprint of Indiana, Illinois, Kentucky and Michigan. In addition to providing extensive services in retail and commercial banking, wealth management, investments and brokerage, Old National also owns Old National Insurance.

Pro Forma Branch Network (Highlighting Divestiture Areas)



(1) Includes all completed and pending branch transactions since January 1, 2009
Source: SNL Financial

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