

RUST BRADLEY M  
Form 4  
February 19, 2003

**FORM 4**

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

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Filed By  
Romeo and Dye's  
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1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol <b>GERMAN AMERICAN BANCORP GABC</b>				6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
<b>RUST BRADLEY M</b>			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)  <b>311-76-3628</b>				<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)			
(Last) (First) (Middle) <b>8700 HILLSIDE DRIVE</b>							4. Statement for Month/Day/Year <b>02/15/03</b>		<b>SR. VP &amp; PRINCIPAL ACCOUNTING OFFICER</b>	
(Street) <b>NEWBURGH, IN 47630-2281</b>							5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)			<b>Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>							
1. Title of Security (Instr. 3)	2. Trans-action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Trans-action Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned Follow-ing Reported Transactions(s) (Instr. 3 & 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	2/15/03		F		430	D	\$18.86		D	
Common Stock	2/15/03		M		220	A	\$13.1519		D	
Common Stock	2/15/03		M		152	A	\$15.3143		D	
Common Stock	2/15/03		M		189	A	\$15.3143	6075.7854	D <sup>(1)</sup>	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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**FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

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(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Employee Stock Option (Right to Buy)	\$18.86	2/15/03		A		1500		(2)	2/15/08	Common Stock	1500	1500	D	
Employee Stock Option (Right to Buy)	\$18.86	2/15/03		A		307			2/15/04	2/15/06	Common Stock	307	307	D
Employee Stock Option (Right to Buy)	\$18.86	2/15/03		A		123			2/15/04	2/15/07	Common Stock	123	123	D
Employee Stock Option (Right to Buy)	\$13.1519	2/15/03		M		220			2/15/03	2/15/06	Common Stock	220	661 <sup>(3)</sup>	D
Employee Stock Option (Right to Buy)	\$15.3143	2/15/03		M		152			2/15/03	2/15/07	Common Stock	152	609 <sup>(3)</sup>	D
Employee Stock Option (Right to Buy)	\$15.3143	2/15/03		M		189			2/15/03	2/15/06	Common Stock	189	0	D

Explanation of Responses:

(1) Shares previously reported as Direct "Joint with Spouse"

(2) The option is exercisable in increments of the option granted on each of the first five anniversary dates of the Grant Date.

(3) Reflects adjustment for additional shares issued pursuant to a five percent stock dividend program. The exercise price is adjusted also in connection with the five percent stock dividends.

By: /s/ **BRADLEY M RUST**

**2/19/03**

Date

\*\*Signature of Reporting Person

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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Note: File three copies of this Form, one of which must be manually signed.  
If space is insufficient, See Instruction 6 for procedure.

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