

FIRST FINANCIAL BANCORP /OH/

Form 4

July 10, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 OF
SECURITIES**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HALL J FRANKLIN

2. Issuer Name **and** Ticker or Trading
Symbol
**FIRST FINANCIAL BANCORP
/OH/ [FFBC]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
**255 EAST FIFTH STREET, SUITE
2900**

3. Date of Earliest Transaction
(Month/Day/Year)
07/10/2012

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP & CFO

(Street)
CINCINNATI, OH 45202

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/10/2012		J ⁽¹⁾		3,038	A	\$ 0 31,802
Common Stock	07/10/2012		J ⁽¹⁾		3,038	D	\$ 0 29,817
Common Stock							1,361

Restricted
Stock
Awards

401-k

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

**Persons who respond to the collection of
information contained in this form are not**

SEC 1474
(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(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, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Pri Deriv Secur (Instr
				Code	V	(A)	(D)	
2003 (ISO) Stock Option	\$ 16.58					01/22/2004	01/22/2013	Common Stock
2003 (NQ) Stock Option	\$ 16.58					01/22/2004	01/22/2013	Common Stock
2004 (ISO) Stock Option	\$ 17.09					01/21/2005	01/21/2014	Common Stock
2005 (ISO) Stock Option	\$ 17.51					04/18/2006	04/18/2015	Common Stock
2005 (NQ) Sock Option	\$ 17.51					04/18/2006	04/18/2015	Common Stock
2006 (ISO) Stock Option	\$ 16.02					04/24/2007	04/24/2016	Common Stock
2006 (NQ) Stock Option	\$ 16.02					04/24/2007	04/24/2016	Common Stock

2007 (ISO) Stock Option	\$ 14.9	04/30/2008	04/30/2017	Common Stock	6,711
2007 (NQ) Stock Option	\$ 14.9	04/30/2008	04/30/2017	Common Stock	12,489
2007 (NQ) Stock Option	\$ 11.64	02/14/2009	02/14/2018	Common Stock	43,909
2008 (ISO) Stock Option	\$ 11.64	02/14/2009	02/14/2018	Common Stock	8,591

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HALL J FRANKLIN 255 EAST FIFTH STREET SUITE 2900 CINCINNATI, OH 45202			EVP & CFO	

Signatures

/s/Terri J
Ziepfel, POA

07/10/2012

Signature of
Reporting Person

Date

Explanation of Responses:

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

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Correction of from where shares should have been deducted for restricted vesting on 4/13/12.

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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