

FIRST FINANCIAL BANCORP /OH/  
Form 4  
January 13, 2012

**FORM 4**

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

OMB APPROVAL

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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

(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)  
  
201 E. FOURTH STREET, SUITE 2000  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
01/10/2012

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP & CFO

CINCINNATI, OH 45202

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (D) Price			
Common Stock	01/10/2012		X	127 A \$ 17.2	24,111	D	
Common Stock					1,334.6983	I	401-k
Common Stock					25,572	I	Restricted Stock Awards

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

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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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
2002 (ISO) Stock Option	\$ 17.2	01/10/2012		F	4,873	01/17/2003 01/17/2012	Common Stock	4,873	
2002 (ISO) Stock Option	\$ 17.2	01/10/2012		X	127	01/17/2003 01/17/2012	Common Stock	127	
2003 (ISO) Stock Option	\$ 16.58					01/22/2004 01/22/2013	Common Stock	6,031	
2003 (NQ) Stock Option	\$ 16.58					01/22/2004 01/22/2013	Common Stock	3,969	
2004 (ISO) Stock Option	\$ 17.09					01/21/2005 01/21/2014	Common Stock	2,500	
2005 (ISO) Stock Option	\$ 17.51					04/18/2006 04/18/2015	Common Stock	5,711	
2005 (NQ) Stock Option	\$ 17.51					04/18/2006 04/18/2015	Common Stock	8,589	
	\$ 16.02					04/24/2007 04/24/2016		6,242	

2006 (ISO) Stock Option					Common Stock	
2006 (NQ) Stock Option	\$ 16.02		04/24/2007	04/24/2016	Common Stock	11,058
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 201 E. FOURTH STREET SUITE 2000 CINCINNATI, OH 45202			EVP & CFO	

## Signatures

/s/Terri J  
Ziepfel, POA

01/13/2012

\*\*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).

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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