

FIRST FINANCIAL BANCORP /OH/  
Form 4  
December 19, 2013

**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 \*  
DAVIS CLAUDE E

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 E FIFTH STREET, SUITE 2900  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/18/2013

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & CEO

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 (A) or Price (D)					
Common Stock	12/18/2013		X		1,758 (1)	A	\$ 11.64	176,411	D	
Common Stock	12/18/2013		X		50,944 (1)	A	\$ 11.64	227,355	D	
Common Stock								541,5366	I	401-k
Common Stock								74,772	I	Restricted
Common Stock								24,281	I	Restricted-P

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

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(9-02)

**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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
2008 (ISO) Stock Option	\$ 11.64	12/18/2013		F		6,833	02/14/2009	02/14/2018	Common Stock	6,833
2008 (ISO) Stock Option	\$ 11.64	12/18/2013		X		1,758	02/14/2009	02/14/2018	Common Stock	1,758
2008 (NQ) Stock Option	\$ 11.64	12/18/2013		F		254,065	02/14/2009	02/14/2018	Common Stock	254,065
2008 (NQ) Stock Option	\$ 11.64	12/18/2013		X		50,944	02/14/2009	02/14/2018	Common Stock	50,944
2004 (ISO) Stock Option	\$ 17.19						10/01/2005	10/01/2014	Common Stock	5,817
2004 (NQ) Stock Option	\$ 17.19						10/01/2005	10/01/2014	Common Stock	44,183
2005 (ISO) Stock Option	\$ 17.51						04/18/2006	04/18/2015	Common Stock	5,711
	\$ 17.51						04/18/2006	04/18/2015		78,389

2005 (NQ) Stock Option					Common Stock	
2006 (ISO) Stock Option	\$ 16.02		04/24/2007	04/24/2016	Common Stock	6,242
2006 (NQ) Stock Option	\$ 16.02		04/24/2007	04/24/2016	Common Stock	97,658
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	104,98

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS CLAUDE E 255 E FIFTH STREET SUITE 2900 CINCINNATI, OH 45202	X		President & CEO	

## Signatures

/s/ Hope M.  
Elliott, POA

12/19/2013

\*\*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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 plan effective May 30, 2013.

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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