

FIRST FINANCIAL BANCORP /OH/  
Form 425  
December 20, 2013

---

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

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 20, 2013

FIRST FINANCIAL BANCORP.  
(Exact name of registrant as specified in its charter)

Ohio  
(State or other jurisdiction of  
incorporation or organization)

31-1042001  
(I.R.S. employer  
identification number)

Commission file number: 000-12379

255 East Fifth Street, Suite 700, Cincinnati, Ohio 45202  
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (877) 322-9530

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

---

Form 8-K

First Financial Bancorp.

Item 8.01 Other Events.

On December 20, 2013, First Financial Bancorp., an Ohio corporation (the “Company”) and Insight Bank, an Ohio state-chartered bank (“Insight”) issued a joint press release announcing the execution of an Agreement and Plan of Merger, dated as of December 19, 2013, by and among the Company, First Financial Bank, National Association, a national banking association and a wholly owned subsidiary of the Company, and Insight. The press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The executive officers of First Financial Bancorp. intend to use certain investor materials dated December 20, 2013, in whole or in part, in discussions with investors and analysts. A copy of such investor materials is attached hereto as Exhibit 99.2 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

99.1 Press Release dated December 20, 2013.

99.2 Investor materials dated December 20, 2013.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FIRST FINANCIAL BANCORP.

By: Anthony M. Stollings  
Anthony M. Stollings  
Executive Vice President, Chief Financial Officer  
and Chief Administrative Officer

Date: December 20, 2013

---

Form 8-K                      First Financial Bancorp.

Exhibit Index

Exhibit No.                      Description

99.1	Press Release dated December 20, 2013.
99.2	Investor materials dated December 20, 2013.