

FIRST FINANCIAL BANCORP /OH/

Form 4

January 03, 2011

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
LEFFERSON C DOUGLAS

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**

3. Date of Earliest Transaction
(Month/Day/Year)
12/30/2010

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

(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)
Common Stock	12/30/2010		F ⁽¹⁾	5,593 D	\$ 18.91 20,907	D	
Common Stock	12/30/2010		X ⁽¹⁾	6,244 A	\$ 16.0124 31,407	D	
Common Stock	12/30/2010		F ⁽¹⁾	3,812 D	\$ 18.91 27,595	D	
Common Stock	12/30/2010		X ⁽¹⁾	4,256 A	\$ 16.0124 31,851	D	
Common Stock					13,789.55	I	401-k

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Common Stock	31,668	I	Resticted Award
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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)	8. Amount or Number of Shares
2001 (ISO) Stock Option	\$ 16.0124	12/30/2010		X ⁽¹⁾	6,244	01/23/2002 01/23/2011	Common Stock	6,244
2001 (NQ) Stock Option	\$ 16.0124	12/30/2010		X ⁽¹⁾	4,256	01/23/2002 01/23/2011	Common Stock	4,256
2002 (ISO) Stock Option	\$ 17.2					01/17/2003 01/17/2012	Common Stock	5,813
2002 (NQ) Stock Option	\$ 17.2					01/17/2003 01/17/2012	Common Stock	4,187
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	19,289
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	19,258
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	21,489
2008 (ISO) Stock Option	\$ 11.64	02/14/2009	02/14/2018	Common Stock	8,591
2008 (NQ) Stock Option	\$ 11.64	02/14/2009	04/14/2018	Common Stock	63,409

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEFFERSON C DOUGLAS 201 E. FOURTH STREET SUITE 2000 CINCINNATI, OH 45202			EVP & COO	

Signatures

/s/Terri J
Ziepfel, POA

01/03/2011

__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) Under terms of 10b5-1 plan executed on 11/30/10.

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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