FIRST FINANCIAL BANCORP /OH/
Form 4
February 17, 2011

FORM 4

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

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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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

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

(Last) (First) (Middle)

201 E. FOURTH STREET, SUITE 2000

(Street)

CINCINNATI, OH 45202

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/14/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
EVP & COO

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/14/2011		D		1,525 (2)	D	$ 17.64	30,143	I	Resticted Award
Common Stock	02/14/2011		A		1,037 (3)	A	$ 17.64	22,388	D	
Common Stock								14,138.952 (1)	I	401-k

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. Pri Deriv Secur (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
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) Sock 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	02/17/2011
**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) Update per Statement

(2) Vesting of Restricted Stock Award

(3) Vesting of Restricted Stock Award less shares used for taxes

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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