

hoying john c
Form 4/A
January 24, 2006

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
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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)
300 HIGH STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/21/2006

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
SVP-Retail Banking

HAMILTON, OH 45011

4. If Amendment, Date Original
Filed(Month/Day/Year)
01/24/2006

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/21/2006		M ⁽¹⁾	125	A \$ 17.4	750	D
Common Stock	01/22/2006		M ⁽¹⁾	125	A \$ 17.4	875	D
Common Stock	01/24/2006		J ⁽²⁾	1,326.86	A \$ 0	3,157.77	I 401-K ⁽³⁾
Common Stock						500	I Raymond James Brokerage Account
	01/21/2006		M ⁽¹⁾	125	D \$ 0	2,200	I Restricted

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Common
Stock

Common Stock	01/22/2006	M ⁽¹⁾	125	D	\$ 0	2,075	I	Restricted
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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. Pri Deriv Secur (Instr.	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
2003 (ISO) Stock Option	\$ 16.58							01/22/2004	01/22/2013	Common Stock	2,000
2003 (ISO) Stock Option	\$ 17.2							01/17/2003	01/17/2012	Common Stock	1,000
2004 (ISO) Stock Option	\$ 17.09							01/21/2005	01/21/2014	Common Stock	1,000
2005 (ISO) Stock Option	\$ 17.51							04/18/2006	04/18/2015	Common Stock	5,711
2005 (NQ) Sock	\$ 17.51							04/18/2006	04/18/2015	Common Stock	2,889

Option

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
hoying john c 300 HIGH STREET HAMILTON, OH 45011				SVP-Retail Banking

Signatures

terri j ziepfel 01/24/2006

**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) Vesting of Restricted Stock Award
- (2) Update as of 12/31/05
- (3) Correction of Nature of Ownership

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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