

FIRST FINANCIAL BANCORP /OH/
 Form 4
 May 01, 2008

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 *
 munafo samuel j

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)
 4000 SMITH RD., SUITE 400
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/30/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP-Banking

CINCINNATI, OH 45209

(City) (State) (Zip)

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

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	04/30/2008		J ⁽¹⁾	697 A \$ 13.12	7,195.0851	D	
Common Stock					30,158.413	I	401-K
Common Stock					21,536	I	Brokerage Account
Common Stock					2,909	I	IRA/Brokerage Account
Common Stock					494.7899	I	Joint w/Spouse

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Common Stock						505	I	Jt With Son/Brokerage Account	
Common Stock	04/30/2008		J ⁽²⁾	1,125	D	\$ 0	15,389.9518	I	Restricted
Common Stock						116.9582	I	Spouse/Son Custodial Account	

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. Price or Value of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
1998 (ISO) Stock Option	\$ 19.097					01/27/1999	01/27/2008	Common Stock	5,238
1998 (NQ) Stock Option	\$ 19.087					01/27/1999	01/27/2008	Common Stock	2,386
1999 (ISO) Stock Option	\$ 22.565					01/25/2000	01/25/2009	Common Stock	4,201
1999 (NQ) Stock Option	\$ 22.565					01/25/2000	01/25/2009	Common Stock	4,461

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2000 (ISO) Stock Option	\$ 17.56	01/24/2001	01/24/2010	Common Stock	5,694
2000 (NQ) Stock Option	\$ 17.56	01/24/2001	01/24/2010	Common Stock	9,426
2001 (ISO) Stock Option	\$ 16.0124	01/22/2002	01/22/2011	Common Stock	6,244
2001 (NQ) Stock Option	\$ 16.0124	01/22/2002	01/22/2011	Common Stock	1,631
2002 (ISO) Stock Option	\$ 17.2	01/17/2003	01/17/2012	Common Stock	5,000
2003 (ISO) Stock Option	\$ 16.58	01/22/2004	01/22/2013	Common Stock	5,000
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	6,289
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	10,658
	\$ 14.9	04/30/2008	04/30/2017		6,711

2007 (ISO) Stock Option					Common Stock	
2007 (NQ) Stock Option	\$ 14.9		04/30/2008	04/30/2017	Common Stock	12,889
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	02/14/2018	Common Stock	41,909

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
munafo samuel j 4000 SMITH RD. SUITE 400 CINCINNATI, OH 45209			EVP-Banking	

Signatures

terri j ziepfel 05/01/2008
 **Signature of Date
 Reporting Person

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 (less shares sold to cover taxes)
- (2) Vesting of Restricted Stock Award

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.