

STECHER KENNETH W

Form 4/A

January 04, 2005

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 *
STECHER KENNETH W

2. Issuer Name **and** Ticker or Trading
Symbol
CINCINNATI FINANCIAL CORP
[CINF]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
6200 SOUTH GILMORE RD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/20/2004

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Sr. Vice-President & CFO

FAIRFIELD, OH 45014-5141

4. If Amendment, Date Original
Filed(Month/Day/Year)
12/22/2004

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)
			Code	V Amount (D) Price			
Common Stock	12/20/2004	12/20/2004	G	V 2,005 D \$ 0	51,385 ⁽¹⁾	D	
Common Stock					30,726 ⁽¹⁾	I	SPOUSE

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
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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. F Der Sec (Ins	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 19.52							04/06/1997	04/06/2006	Common Stock	6,215
Stock Option	\$ 21.39							04/05/1998	04/05/2007	Common Stock	2,179
Stock Option	\$ 28.3							01/25/2001	01/25/2010	Common Stock	15,750
Stock Option	\$ 32.14							01/27/2000	01/27/2009	Common Stock	5,250
Stock Option	\$ 32.26							08/24/1999	08/24/2008	Common Stock	3,150
Stock Option	\$ 34.08							02/01/2004	02/01/2013	Common Stock	15,750
Stock Option	\$ 34.46							01/31/2002	01/31/2011	Common Stock	15,750
Stock Option	\$ 36.71							01/28/2003	01/28/2012	Common Stock	15,750
Stock Option	\$ 40.82							02/07/1999	02/07/2008	Common Stock	6,300
Employee Stock Option (right to buy)	\$ 40.75							01/19/2005	01/19/2014	Common Stock	15,750

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other

STECHER KENNETH W
6200 SOUTH GILMORE RD
FAIRFIELD, OH 45014-5141

Sr. Vice-President & CFO

Signatures

KENNETH W
STECHER

01/04/2005

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) Share amounts have been adjusted for a 5% Stock Dividend, record date April 30, 2004, paid June 15, 2004.

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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