

FIRST FINANCIAL BANCORP /OH/
Form 4
May 01, 2006

FORM 4

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

OMB APPROVAL

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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 *
IMMELT MARK W

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)
371 HEATHWOOD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/24/2006

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

HAMILTON, OH 45013

(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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					34,277	D	
Common Stock					2,642.4139	I	401-K
Common Stock	04/24/2006		A	3,900 A \$ 0	12,925	I	Restricted

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

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number.

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
1997 (ISO) Stock Option	\$ 11.1342					01/28/1997	01/28/2007	Common Stock	1,640
1998 (ISO) Stock Option	\$ 19.087					01/27/1998	01/27/2008	Common Stock	5,238
1998 (NQ) Stock Option	\$ 19.087					01/27/1998	01/27/2008	Common Stock	7,468
1999 (ISO) Stock Option	\$ 19.1017					01/25/1999	01/25/2009	Common Stock	4,201
1999 (NQ) Stock Option	\$ 19.1017					01/25/1999	01/25/2009	Common Stock	13,124
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	28,116
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	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 (NQ) Sock Option	\$ 17.51					04/18/2006	04/18/2015	Common Stock	16,089
2006 (ISO) Stock Option	\$ 16.02	04/24/2006		A	6,242	04/24/2007	04/24/2016	Common Stock	6,242
2006 (NQ) Stock Option	\$ 16.02	04/24/2006		A	17,258	04/24/2007	04/24/2016	Common Stock	17,158
2005 (ISO) Stock Option	\$ 17.51					04/18/2006	04/18/2015	Common Stock	5,711

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

IMMELT MARK W
371 HEATHWOOD
HAMILTON, OH 45013

EVP-Wealth Resource Group

Signatures

Terri J. Ziepfel

05/01/2006

 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).

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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