

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2012-04-30** | Period of Report: **2012-04-26**
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ISSUER

FIRST FINANCIAL BANCORP /OH/

CIK: **708955** | IRS No.: **311042001** | State of Incorporation: **OH** | Fiscal Year End: **1231**
SIC: **6021** National commercial banks

Mailing Address
255 EAST FIFTH STREET
SUITE 700
CINCINNATI OH 45202

Business Address
255 EAST FIFTH STREET
SUITE 700
CINCINNATI OH 45202
8773229530

REPORTING OWNER

HALL J FRANKLIN

CIK: **1185145**
Type: **4** | Act: **34** | File No.: **001-34762** | Film No.: **12792932**

Mailing Address
300 HIGH STREET
HAMILTON OH 45011

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person HALL J FRANKLIN			2. Issuer Name and Ticker or Trading Symbol FIRST FINANCIAL BANCORP /OH/ [FFBC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) EVP & CFO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/26/2012			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
255 EAST FIFTH STREET, SUITE 2900			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) CINCINNATI, OH 45202								
(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	(A) or (D)	Price			
Common Stock	04/26/2012		<u>D</u> (1)		3,130	D	\$16.84	32,855	I	Restricted Stock Awards
Common Stock	04/26/2012		<u>A</u> (2)		2,126	A	\$16.84	28,764	D	
Common Stock								1,361	I	401-k

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
2003 (ISO)	\$16.58							01/22/2004	01/22/2013	Common Stock	6,031	6,031	D	

Stock Option														
2003 (NQ) Stock Option	\$16.58						01/22/2004	01/22/2013	Common Stock	3,969		3,969	D	
2004 (ISO) Stock Option	\$17.09						01/21/2005	01/21/2014	Common Stock	2,500		2,500	D	
2005 (ISO) Stock Option	\$17.51						04/18/2006	04/18/2015	Common Stock	5,711		5,711	D	
2005 (NQ) Stock Option	\$17.51						04/18/2006	04/18/2015	Common Stock	8,589		8,589	D	
2006 (ISO) Stock Option	\$16.02						04/24/2007	04/24/2016	Common Stock	6,242		6,242	D	
2006 (NQ) Stock Option	\$16.02						04/24/2007	04/24/2016	Common Stock	11,058		11,058	D	
2007 (ISO) Stock Option	\$14.9						04/30/2008	04/30/2017	Common Stock	6,711		6,711	D	
2007 (NQ) Stock Option	\$14.9						04/30/2008	04/30/2017	Common Stock	12,489		12,489	D	
2007 (NQ) Stock Option	\$11.64						02/14/2009	02/14/2018	Common Stock	43,909		43,909	D	
2008 (ISO) Stock Option	\$11.64						02/14/2009	02/14/2018	Common Stock	8,591		8,591	D	

Explanation of Responses:

1. Vesting of Restricted Stock Award
2. Vesting of Restricted Stock Award less shares used to cover taxes

Signatures

/s/Terri J Ziepfel, POA

** Signature of Reporting Person

04/30/2012

Date

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

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.