

gehlmann gregory a
Form 4
June 23, 2009

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 *
gehlmann gregory a

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)
06/21/2009

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
SVP/Corporate General Counsel

CINCINNATI, OH 45209

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

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 (A) or (D)	Price	
Common Stock	06/21/2009		J		575 ⁽¹⁾	D \$ 0	20,841 I Restricted
Common Stock	06/21/2009		J		575 ⁽¹⁾	A \$ 0	7,125 D
Common Stock	06/21/2009		D		1,150 ⁽²⁾	D \$ 0	19,691 I Restricted
Common Stock							1,909.611 I 401k

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

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SEC 1474
(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)	
2005 (ISO) Stock Option	\$ 18.63					06/21/2006	06/21/2016	Common Stock
2005 (NQ) Stock Option	\$ 18.63					06/21/2006	06/21/2016	Common Stock
2006 (ISO) Stock Option	\$ 16.02					04/24/2007	04/24/2016	Common Stock
2006 (NQ) Stock Option	\$ 16.02					04/24/2007	04/24/2016	Common Stock
2007 (ISO) Stock Option	\$ 14.9					04/30/2008	04/30/2017	Common Stock
2007 (NQ) Stock Option	\$ 14.9					04/30/2008	04/30/2017	Common Stock
2008 (ISO)	\$ 11.64					02/14/2009	02/14/2018	Common Stock

Stock
Option

2008

(NQ)

Stock

Option

\$ 11.64

02/14/2009 02/14/2018

Common
Stock

43,909

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
gehlmann gregory a 4000 SMITH RD. SUITE 400 CINCINNATI, OH 45209			SVP/Corporate General Counsel	

Signatures

/s/Terri J
Ziepfel, POA

06/23/2009

__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) Nonvested/Expired

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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