

FIRST FINANCIAL BANCORP /OH/  
Form 4/A  
May 17, 2005

**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 \*  
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)

(Last) (First) (Middle)  
1309 PAXTON AVENUE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
04/18/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Principal Accounting Officer

CINCINNATI, OH 45208  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)  
04/20/2005

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					3,347	D	
Common Stock					760.9996	I	401-K
Common Stock					9,731	I	Restricted Stock Awards

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

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SEC 1474 (9-02)

displays a currently valid OMB control 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
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 1,078
2001 (ISO) Stock Option	\$ 16.0124					01/22/2002 01/22/2011	Common Stock 5,250
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 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
	\$ 17.51	04/18/2005		A		04/18/2006 <sup>(2)</sup> 04/18/2015	5,711

2005 (ISO) Stock Option					5,711 <u>(1)</u>			Common Stock	
2005 (NQ) Sock Option	\$ 17.51	04/18/2005		A	8,589 <u>(1)</u>	04/18/2006 <sup>(2)</sup>	04/18/2015	Common Stock	8,589

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HALL J FRANKLIN 1309 PAXTON AVENUE CINCINNATI, OH 45208			Principal Accounting Officer	

## Signatures

Terri J. Ziepfel                      05/17/2005  
 \*\*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).
- (2) 25% per year for 4 years
- (1) Correction of ISO/NQ Breakdown

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.