

FORRESTER CRAIG W
Form 5
February 06, 2006

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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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1. Name and Address of Reporting Person *
FORRESTER CRAIG 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)

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2005

____ Director ____ 10% Owner
____ Officer (give title ____ Other (specify
below) below)
SR. VICE PRESIDENT - / INFROMAITON
TECHNOLOGY

6200 SOUTH GILMORE RD

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

FAIRFIELD, OH 45014-5141

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/05/2005	05/05/2005	G	200 D \$ 0	25,523 ⁽¹⁾	D	Â
Common Stock 401K	12/31/2005	12/31/2005	A ⁽²⁾	19 A \$ 0	967 ⁽¹⁾	D	Â
Common Stock	Â	Â	Â	Â Â Â	108 ⁽¹⁾	I	CHILD
Common Stock	Â	Â	Â	Â Â Â	6,921 ⁽¹⁾	I	SPOUSE

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

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SEC 2270
(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)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 38.8	Â	Â	Â	Â Â	01/19/2005 01/19/2014	Common Stock 5,513
Employee Stock Option (right to buy)	\$ 41.6285	Â	Â	Â	Â Â	Â <u>(3)</u> 01/25/2015	Common Stock 5,250
Phantom Stock	\$ 0	12/31/2005	12/31/2005	A ⁽²⁾	16 Â	08/08/1988 08/08/1988	Common Stock 16
Stock Option	\$ 20.37	Â	Â	Â	Â Â	04/05/1998 04/05/2007	Common Stock 3,308
Stock Option	\$ 26.95	Â	Â	Â	Â Â	01/25/2001 01/25/2010	Common Stock 11,025
Stock Option	\$ 30.6	Â	Â	Â	Â Â	01/27/2000 01/27/2009	Common Stock 4,410
Stock Option	\$ 30.72	Â	Â	Â	Â Â	08/24/1999 08/24/2008	Common Stock 3,308
Stock Option	\$ 32.45	Â	Â	Â	Â Â	02/01/2004 02/01/2013	Common Stock 5,513
Stock Option	\$ 32.81	Â	Â	Â	Â Â	01/31/2002 01/31/2011	Common Stock 4,410
Stock Option	\$ 34.96	Â	Â	Â	Â Â	01/28/2003 01/28/2012	Common Stock 5,513

Stock Option	\$ 38.87	Â	Â	Â	Â	Â	02/07/1999	02/07/2008	Common Stock	3,308
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORRESTER CRAIG W 6200 SOUTH GILMORE RD FAIRFIELD,Â OHÂ 45014-5141	Â	Â	Â SR. VICE PRESIDENT -	INFROMAITON TECHNOLOGY

Signatures

CRAIG W FORRESTER	02/06/2006
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__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).
- (3) The option is exercisable in three equal annual installments beginning on the first anniversary of the date of grant.
- (1) Share amounts and exercise prices have been adjusted for a 5% Stock Dividend, record date April 6, 2005, paid April 26, 2005.
- (2) Dividend Reinvestment shares acquired through the 401K and Top Hat plans.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.