

gehlmann gregory a
Form 4
March 16, 2011

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

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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)
201 E. FOURTH STREET, SUITE
2000

3. Date of Earliest Transaction
(Month/Day/Year)
03/14/2011

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

(Street)
CINCINNATI, OH 45202

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 (1)	(A) or (D)	Price
Common Stock	03/14/2011		A		10,200	A	\$ 0
Common Stock							33,103
Common Stock							10,144
Common Stock							4,492.1306

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form**

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)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
				Code	V	(A)	(D)	
2005 (ISO) Stock Option	\$ 18.63					06/21/2006	06/21/2016	Common Stock 5,367
2005 (NQ) Stock Option	\$ 18.63					06/21/2006	06/21/2016	Common Stock 6,033
2006 (ISO) Stock Option	\$ 16.02					04/24/2007	04/24/2016	Common Stock 6,242
2006 (NQ) Stock Option	\$ 16.02					04/24/2007	04/24/2016	Common Stock 10,258
2007 (ISO) Stock Option	\$ 14.9					04/30/2008	04/30/2017	Common Stock 6,711
2007 (NQ) Stock Option	\$ 14.9					04/30/2008	04/30/2017	Common Stock 12,889
2008 (ISO) Stock Option	\$ 11.64					02/14/2009	02/14/2018	Common Stock 8,591

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 201 E. FOURTH STREET SUITE 2000 CINCINNATI, OH 45202			EVP/Corporate General Counsel	

Signatures

/s/Terri J
Ziepfel, POA

03/16/2011

**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) Vests 1/3 per year for three years & dividends are accrued and paid at vesting.

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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