

FIFTH THIRD BANCORP  
Form 8-K/A  
June 11, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

\_\_\_\_\_  
**FORM 8-K/A**  
**(Amendment No. 1)**

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**CURRENT REPORT PURSUANT**  
**TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): May 21, 2007

\_\_\_\_\_  
**FIFTH THIRD BANCORP**

(Exact Name of Registrant as Specified in Its Charter)

\_\_\_\_\_  
**OHIO**

(State or Other Jurisdiction of Incorporation)

**0-8076**  
(Commission File Number)

**31-0854434**  
(IRS Employer Identification No.)

**Fifth Third Center**

**38 Fountain Square Plaza, Cincinnati, Ohio**  
(Address of Principal Executive Offices)

**(513) 534-5300**

**45263**  
(Zip Code)

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(Registrant's Telephone Number, Including Area Code)

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 9.01 Financial Statements and Exhibits**

This amendment to the Current Report on Form 8-K of Fifth Third Bancorp filed on May 21, 2007 is being furnished solely for the purpose of correcting the Core Deposit Premium percentage on page six of Exhibit 99.2 from 25% to 9%.

(c) Exhibits:

99.2 Website presentation dated May 21, 2007, as amended

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**FIFTH THIRD BANCORP**  
(Registrant)

June 11, 2007

/s/ Christopher G. Marshall  
Christopher G. Marshall  
Executive Vice President and Chief Financial Officer