#### CINCINNATI FINANCIAL CORP

Form 4/A January 29, 2007

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

obligations may continue. See Instruction

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

1(b).

Stock 401K

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SCHERER J F Issuer Symbol CINCINNATI FINANCIAL CORP (Check all applicable) [CINF] Director (Last) (First) (Middle) 3. Date of Earliest Transaction 10% Owner Officer (give title \_\_X\_ Other (specify (Month/Day/Year) below) below) 6200 SOUTH GILMORE RD 11/22/2006 SR. VICE PRESIDENT - / SALES & **MARKETING** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person 01/05/2007 Form filed by More than One Reporting FAIRFIELD, OH 45014-5141 Person (State) (City) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Disposed of (D) Beneficially Beneficial Code (D) or Ownership (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code Amount (D) Price Common 11/22/2006 A 10 A \$0 80,422 D Stock Common D 1,710

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	5. orNumber 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. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 38.8					01/19/2005	01/19/2014	Common Stock	16,538	
Employee Stock Option (right to buy)	\$ 41.62					<u>(1)</u>	01/25/2015	Common Stock	21,000	
Employee Stock Option (right to buy)	\$ 45.26					<u>(1)</u>	02/02/2016	Common Stock	15,000	
Stock Option	\$ 20.37					04/05/1998	04/05/2007	Common Stock	8,269	
Stock Option	\$ 20.85					04/15/1998	04/15/2007	Common Stock	8,269	
Stock Option	\$ 26.95					01/25/2001	01/25/2010	Common Stock	16,538	
Stock Option	\$ 30.6					01/27/2000	01/27/2009	Common Stock	16,538	
Stock Option	\$ 30.72					08/24/1999	08/24/2008	Common Stock	11,025	
Stock Option	\$ 32.45					02/01/2004	02/01/2013	Common Stock	16,538	
Stock Option	\$ 32.81					01/31/2002	01/31/2011	Common Stock	16,538	
	\$ 34.96					01/28/2003	01/28/2012		16,538	

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Common Stock Option Stock

Stock Common 02/07/1999 02/07/2008 \$ 38.87

16,538 Option Stock

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

SCHERER J F

6200 SOUTH GILMORE RD SR. VICE PRESIDENT - SALES & MARKETING

FAIRFIELD, OH 45014-5141

**Signatures** 

JACOB F 01/29/2007 SCHERER JR

\*\*Signature of Reporting Date

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).

(1) The option is exercisable in three equal annual installments beginning on the first anniversary of the date of grant.

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.

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