

FIRST FINANCIAL BANCORP /OH/

Form 4

April 20, 2005

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
HOCKEMEYER REX 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)
8366 MEADOWLARK DRIVE
(Street)

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

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Executive Officer

WEST CHESTER, OH 45069

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	\$		
Common Stock					12,501				D
Common Stock					1,368.0035				I 401K
Common Stock	04/18/2005		A		1,700 (1)	A	\$ 0	10,320	I Restricted Stock Award(s)

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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
1997 (ISO) Stock Option	\$ 11.1355							01/28/1998	01/28/2007	Common Stock	698
1998 (ISO) Stock Option	\$ 19.087							01/27/1999	01/27/2008	Common Stock	2,541
1999 (ISO) Stock Option	\$ 22.565							01/25/2000	01/25/2009	Common Stock	1,155
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	7,798
2001 (ISO) Stock Option	\$ 16.0124							01/22/2002	01/22/2011	Common Stock	6,244
2001 (NQ) Stock Option	\$ 16.0124							01/22/2002	01/22/2011	Common Stock	1,631
	\$ 17.2							01/17/2003	01/17/2012		5,000

2002 (ISO) Stock Option								Common Stock	
2003 (ISO) Stock Option	\$ 16.58				01/22/2004	01/22/2013		Common Stock	5,000
2004 (ISO) Stock Option	\$ 17.09				01/21/2005	01/21/2014		Common Stock	2,500
2005 (ISO) Stock Option	\$ 17.51	04/18/2005		A	8,500	04/18/2006 ⁽¹⁾	04/18/2015	Common Stock	8,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOCKEMEYER REX A 8366 MEADOWLARK DRIVE WEST CHESTER, OH 45069			Executive Officer	

Signatures

Terri J. Ziepfel 04/20/2005

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) 25% per year for 4 years

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.