

FIRST FINANCIAL BANCORP /OH/
Form 8-K
October 01, 2008

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934
Date of Report (Date of earliest event reported): October 1, 2008
FIRST FINANCIAL BANCORP.
(Exact name of registrant as specified in its charter)**

Ohio
(State or other jurisdiction of
incorporation)

0-12379
(Commission File Number)

31-1042001
(IRS Employer Identification No.)

**4000 Smith Road
Cincinnati, Ohio**
(Address of principal executive offices)

45209
(Zip Code)

Registrant's telephone number, including area code: **(513) 979-5782**

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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Form 8-K

First Financial Bancorp.

Item 7.01 Regulation FD Disclosure

On October 1, 2008, First Financial Bancorp. issued a press release announcing that it had filed a shelf Registration Statement on Form S-3 with the Securities and Exchange Commission. A copy of the press release is attached as Exhibit 99.1.

First Financial Bancorp. does not intend for this Item 7.01 or Exhibit 99.1 to be treated as filed for purposes of the Securities Exchange Act of 1934, as amended, or incorporated by reference into its filings under the Securities Act of 1933, as amended.

Item 9.01 Exhibits.

The following exhibit shall not be deemed to be filed for purposes of the Securities Exchange Act of 1934, as amended.

(d) Exhibit:

99.1 First Financial Bancorp. Press Release dated October 1, 2008.

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.

FIRST FINANCIAL BANCORP.

By: /s/ J. Franklin Hall
J. Franklin Hall
Executive Vice President and
Chief Financial Officer

Date: October 1, 2008

Exhibit Index

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | First Financial Bancorp. Press Release dated October 1, 2008 |