

BARRON WILLIAM G  
Form 4  
February 15, 2019

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BARRON WILLIAM G

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)  
255 EAST 5TH STREET, SUITE 2900

3. Date of Earliest Transaction (Month/Day/Year)  
01/28/2019

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

(Street)  
CINCINNATI, OH 45202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 01/28/2019                           |  | G                              | V 2,250 D \$ 0  | 73,085 <u>(1)</u> <u>(2)</u>  | D  |   |
| Common Stock                    |                                      |  |                                |   | 547,938 <u>(3)</u>  | I  | By Family Trust                                       |
| Common Stock                    |                                      |  |                                |   | 108,262 <u>(4)</u> <u>(5)</u>   | I  | By Generation Skipping Trust                          |
| Common Stock                    |                                      |  |                                |   | 74,155 <u>(6)</u> <u>(7)</u>  | I  | Spouse IRA  |

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

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SEC 1474  
(9-02)

**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 of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BARRON WILLIAM G<br>255 EAST 5TH STREET, SUITE 2900<br>CINCINNATI, OH 45202 |               | X         |         |       |

## Signatures

/s/ Denise R.  
Manus, POA

02/15/2019

\*\*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) Total has been revised to correctly state the number of shares held by the reporting person in direct ownership. The number of shares owned in direct form was incorrectly stated as 52,284 on 12/31/18, and should have been stated as 74,925.
- (2) Total includes 411 shares acquired through the reinvestment of cash dividends between 4/3/2018 and 1/28/2019.
- (3) Total has been revised to correctly state the number of shares held by the reporting person in indirect ownership. The number of shares held indirectly by Family Trust was incorrectly stated as 566,776 on 12/31/2018 and should have been reported as 547,938.
- (4) Total has been revised to correctly state the number of shares held by the reporting person in indirect ownership. The number of shares held indirectly by Generation Skipping Trust was incorrectly stated as 112,602 on 12-31-2018 and should have been reported as 107,602.

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- (5) Total includes 660 shares acquired through the reinvestment of cash dividends between 4/3/2018 and 1/28/2019.
- (6) Total has been revised to correctly state the number of shares held by the reporting person in indirect ownership. The number of shares held indirectly by Spouse/IRA was incorrectly stated as 72,498 on 12-31-2018 and should have been reported as 73,707.
- (7) Total includes 448 shares acquired through the reinvestment of cash dividends between 4/3/2018 and 1/28/2019.

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.