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FIRST COMMONWEALTH FINANCIAL CORP /PA/  
Form 13F-HR  
February 09, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2008

Check here if Amendment : Amendment Number: \_\_\_\_\_

This Amendment (Check only one):  is a restatement  
 adds new holdings entries

Institutional Investment Manager Filing this Report:

Name: First Commonwealth Financial Corporation  
Address: 22 North Sixth Street  
Indiana, PA, 15701

Form 13F File Number: 28-05151

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Edward J. Lipkus, III  
Title: Executive Vice President and Chief Financial Officer  
Phone: (724) 463-4724

Signature, Place, and Date of Signing:

/s/ Edward J. Lipkus, III  
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Edward J. Lipkus, III, Indiana, PA, February 5, 2009

Report Type (check only one) :

- 13F HOLDINGS REPORT (Check here if all holdings of this reporting manager are reported in this report)
- 13F NOTICE (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s))
- 13F COMBINATION REPORT (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1  
 Form 13F Information Table Entry Total: 187  
 Form 13F Information Table Value Total: \$94,770  
 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

Number: 1

Form 13F File Number:28-11893

Name:

FORM 13F INFORMATION TABLE

COLUMN 1	COL 2	COL 3	COL 4	COLUMN 5	COL 6	COL 7	
ISSUER	TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS
1FNB CORP PA	COMMON	302520101	135	10,224	SH	DEFINED	1
1PPG INDS INC	COMMON	693506107	749	17,654	SH	OTHER	1
1WELLS FARGO & CO NEW	COMMON	949746101	957	32,474	SH	DEFINED	1
3M CO	COMMON	88579Y101	179	3,110	SH	DEFINED	1
3M CO	COMMON	88579Y101	500	8,685	SH	OTHER	1
ABBOTT LABS	COMMON	002824100	1,019	19,087	SH	DEFINED	1
ABBOTT LABS	COMMON	002824100	57	1,067	SH	OTHER	1
ADOBE SYS INC	COMMON	00724F101	425	19,945	SH	DEFINED	1
ADOBE SYS INC	COMMON	00724F101	10	482	SH	OTHER	1
AIR PRODS & CHEMS INC	COMMON	009158106	390	7,765	SH	DEFINED	1
AIR PRODS & CHEMS INC	COMMON	009158106	15	296	SH	OTHER	1
ALLSTATE CORP	COMMON	020002101	137	4,168	SH	DEFINED	1
ALLSTATE CORP	COMMON	020002101	214	6,529	SH	OTHER	1
ALTRIA GROUP INC	COMMON	02209S103	42	2,814	SH	DEFINED	1
ALTRIA GROUP INC	COMMON	02209S103	469	31,115	SH	OTHER	1
APACHE CORP	COMMON	037411105	720	9,654	SH	DEFINED	1
APACHE CORP	COMMON	037411105	70	937	SH	OTHER	1
APPLE INC	COMMON	037833100	524	6,144	SH	DEFINED	1
APPLE INC	COMMON	037833100	16	185	SH	OTHER	1
AT&T INC	COMMON	00206R102	1,888	66,231	SH	DEFINED	1
AT&T INC	COMMON	00206R102	253	8,894	SH	OTHER	1
AUTODESK INC	COMMON	052769106	301	15,313	SH	DEFINED	1
AUTODESK INC	COMMON	052769106	14	705	SH	OTHER	1
BANK OF AMERICA CORPORATION	COMMON	060505104	125	8,898	SH	DEFINED	1
BANK OF AMERICA CORPORATION	COMMON	060505104	88	6,257	SH	OTHER	1
BANK OF NEW YORK MELLON CORP	COMMON	064058100	303	10,699	SH	DEFINED	1

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BANK OF NEW YORK MELLON CORP	COMMON	064058100	108	3,822	SH	OTHER	1
BECTON DICKINSON & CO	COMMON	075887109	911	13,315	SH	DEFINED	1
BECTON DICKINSON & CO	COMMON	075887109	68	993	SH	OTHER	1
BERKSHIRE SECURITIES	COMMON	084991868	1,412	6,140	SH	DEFINED	1
BERKSHIRE SECURITIES	COMMON	084991868	414	1,800	SH	OTHER	1
BP PLC	COMMON	055622104	488	10,441	SH	DEFINED	1
BP PLC	COMMON	055622104	308	6,592	SH	OTHER	1
BUNGE LIMITED	COMMON	G16962105	557	10,768	SH	DEFINED	1
BUNGE LIMITED	COMMON	G16962105	13	250	SH	OTHER	1
BURLINGTON NORTHN SANTA FE C	COMMON	12189T104	225	2,970	SH	DEFINED	1
CHEVRON CORP NEW	COMMON	166764100	1,194	16,142	SH	DEFINED	1
CHEVRON CORP NEW	COMMON	166764100	493	6,664	SH	OTHER	1
CISCO SYS INC	COMMON	17275R102	671	41,137	SH	DEFINED	1
CISCO SYS INC	COMMON	17275R102	149	9,133	SH	OTHER	1
CNB FINL CORP PA	COMMON	126128107	262	23,400	SH	DEFINED	1
COLGATE PALMOLIVE CO	COMMON	194162103	431	6,288	SH	OTHER	1
CONOCOPHILLIPS	COMMON	20825C104	564	10,881	SH	DEFINED	1
CONOCOPHILLIPS	COMMON	20825C104	119	2,300	SH	OTHER	1
CVS CAREMARK CORPORATION	COMMON	126650100	629	21,902	SH	DEFINED	1
CVS CAREMARK CORPORATION	COMMON	126650100	33	1,136	SH	OTHER	1
DISNEY WALT CO	COMMON	254687106	778	34,276	SH	DEFINED	1
DISNEY WALT CO	COMMON	254687106	33	1,470	SH	OTHER	1
DOMINION RES INC VA NEW	COMMON	25746U109	666	18,578	SH	DEFINED	1
DOMINION RES INC VA NEW	COMMON	25746U109	115	3,204	SH	OTHER	1
DU PONT E I DE NEMOURS & CO	COMMON	263534109	177	7,004	SH	DEFINED	1
DU PONT E I DE NEMOURS & CO	COMMON	263534109	54	2,142	SH	OTHER	1
EMBRYO DEV CORP	COMMON	290818103	--	15,000	SH	DEFINED	1
EMERSON ELEC CO	COMMON	291011104	31	840	SH	DEFINED	1
EMERSON ELEC CO	COMMON	291011104	626	17,110	SH	OTHER	1
ESB FINANCIAL CORP	COMMON	26884F102	134	12,510	SH	DEFINED	1
EXXON MOBIL CORP	COMMON	30231G102	3,627	45,440	SH	DEFINED	1
EXXON MOBIL CORP	COMMON	30231G102	2,298	28,781	SH	OTHER	1
FEDEX CORP	COMMON	31428X106	365	5,691	SH	DEFINED	1
FEDEX CORP	COMMON	31428X106	16	250	SH	OTHER	1
FIRST COMWLTH FINL CORP PA	COMMON	319829107	13,482	1,089,028	SH	DEFINED	1
FIRST COMWLTH FINL CORP PA	COMMON	319829107	1,139	91,998	SH	OTHER	1
FIRSTMERIT CORP	COMMON	337915102	206	10,000	SH	DEFINED	1
FNB CORP PA	COMMON	302520101	1	43	SH	OTHER	1
FRANKLIN RES INC	COMMON	354613101	369	5,786	SH	DEFINED	1
FRANKLIN RES INC	COMMON	354613101	11	175	SH	OTHER	1
GATEWAY BANK OF PENNSYLVANIA	COMMON	869099101	50	5,000	SH	DEFINED	1
GENERAL ELECTRIC CO	COMMON	369604103	1,011	62,410	SH	DEFINED	1
GENERAL ELECTRIC CO	COMMON	369604103	2,017	124,496	SH	OTHER	1
GENERAL MLS INC	COMMON	370334104	344	5,663	SH	DEFINED	1
GENERAL MLS INC	COMMON	370334104	12	200	SH	OTHER	1
GENZYME CORP	COMMON	372917104	432	6,512	SH	DEFINED	1
GENZYME CORP	COMMON	372917104	46	700	SH	OTHER	1
GOODRICH CORP	COMMON	382388106	399	10,771	SH	DEFINED	1
GOODRICH CORP	COMMON	382388106	7	180	SH	OTHER	1
GOOGLE INC	COMMON	38259P508	533	1,731	SH	DEFINED	1

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GOOGLE INC	COMMON	38259P508	10	33 SH	OTHER	1
HARLEYSVILLE NATIONAL CORP	COMMON	412850109	684	47,349 SH	DEFINED	
HELMERICH & PAYNE INC	COMMON	423452101	451	19,838 SH	DEFINED	1
HELMERICH & PAYNE INC	COMMON	423452101	10	450 SH	OTHER	1
INTEL CORP	COMMON	458140100	186	12,708 SH	DEFINED	1
INTEL CORP	COMMON	458140100	61	4,180 SH	OTHER	1
INTERNATIONAL BUSINESS MACHS	COMMON	459200101	1,099	13,062 SH	DEFINED	1
INTERNATIONAL BUSINESS MACHS	COMMON	459200101	1,219	14,490 SH	OTHER	1
JACOBS ENGR GROUP INC DEL	COMMON	469814107	894	18,579 SH	DEFINED	1
JACOBS ENGR GROUP INC DEL	COMMON	469814107	45	930 SH	OTHER	1
JOHNSON & JOHNSON	COMMON	478160104	1,218	20,353 SH	DEFINED	1
JOHNSON & JOHNSON	COMMON	478160104	531	8,872 SH	OTHER	1
JPMORGAN & CHASE & CO	COMMON	46625H100	753	23,883 SH	DEFINED	1
JPMORGAN & CHASE & CO	COMMON	46625H100	137	4,345 SH	OTHER	1
KRAFT FOODS INC	COMMON	50075N104	18	683 SH	DEFINED	1
KRAFT FOODS INC	COMMON	50075N104	582	21,676 SH	OTHER	1
L-3 COMMUNICATIONS HLDGS INC	COMMON	502424104	543	7,363 SH	DEFINED	1
L-3 COMMUNICATIONS HLDGS INC	COMMON	502424104	30	410 SH	OTHER	1
LOWES COS INC	COMMON	548661107	204	9,497 SH	DEFINED	1
LOWES COS INC	COMMON	548661107	88	4,083 SH	OTHER	1
MCDONALDS CORP	COMMON	580135101	1,277	20,526 SH	DEFINED	1
MCDONALDS CORP	COMMON	580135101	68	1,100 SH	OTHER	1
MCKESSON CORP	COMMON	58155Q103	394	10,162 SH	DEFINED	1
MCKESSON CORP	COMMON	58155Q103	15	395 SH	OTHER	1
MERCK & CO INC	COMMON	589331107	72	2,373 SH	DEFINED	1
MERCK & CO INC	COMMON	589331107	721	23,710 SH	OTHER	1
MERRILL LYNCH & CO	COMMON	590188108	92	7,920 SH	DEFINED	1
MERRILL LYNCH & CO	COMMON	590188108	50	4,275 SH	OTHER	1
METLIFE INC	COMMON	59156R108	388	11,135 SH	DEFINED	1
METLIFE INC	COMMON	59156R108	5	140 SH	OTHER	1
MICROSOFT CORP	COMMON	594918104	805	41,390 SH	DEFINED	1
MICROSOFT CORP	COMMON	594918104	145	7,478 SH	OTHER	1
MOLSON COORS BREWING CO	COMMON	60871R209	826	16,885 SH	DEFINED	1
MOLSON COORS BREWING CO	COMMON	60871R209	34	700 SH	OTHER	1
MONSANTO CO NEW	COMMON	61166W101	375	5,329 SH	DEFINED	1
MONSANTO CO NEW	COMMON	61166W101	18	251 SH	OTHER	1
NATIONAL CITY CORP	COMMON	635405103	22	11,977 SH	DEFINED	1
NEW MEXICO BANQUEST	COMMON	647991926	1,859	7,207 SH	DEFINED	1
NEW MEXICO BANQUEST	COMMON	647991926	49	189 SH	OTHER	1
ORACLE CORP	COMMON	68389X105	786	44,330 SH	DEFINED	1
ORACLE CORP	COMMON	68389X105	60	3,358 SH	OTHER	1
PARKER HANNIFIN CORP	COMMON	701094104	429	10,081 SH	DEFINED	1
PARKER HANNIFIN CORP	COMMON	701094104	23	550 SH	OTHER	1
PARKVALE FINANCIAL CORP	COMMON	701492100	2,789	224,544 SH	DEFINED	2
PEPSICO INC	COMMON	713448108	1,166	21,282 SH	DEFINED	1
PEPSICO INC	COMMON	713448108	1,059	19,342 SH	OTHER	1
PETSMART INC	COMMON	716768106	633	34,310 SH	DEFINED	1
PETSMART INC	COMMON	716768106	18	950 SH	OTHER	1
PFIZER INC	COMMON	717081103	194	10,944 SH	DEFINED	1
PFIZER INC	COMMON	717081103	368	20,805 SH	OTHER	1
PHARMACEUTICAL PROD DEV INC	COMMON	717124101	579	19,960 SH	DEFINED	1
PHARMACEUTICAL PROD DEV INC	COMMON	717124101	20	700 SH	OTHER	1
PHILIP MORRIS INTL INC	COMMON	718172109	805	18,509 SH	DEFINED	1

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PHILIP MORRIS INTL INC	COMMON	718172109	1,303	29,940	SH	OTHER	1
PNC FINL SVCS GROUP INC	COMMON	693475105	239	4,881	SH	DEFINED	1
PNC FINL SVCS GROUP INC	COMMON	693475105	196	4,000	SH	OTHER	1
PPG INDS INC	COMMON	693506107	74	1,738	SH	DEFINED	1
PPL CORP	COMMON	69351T106	181	5,900	SH	DEFINED	1
PPL CORP	COMMON	69351T106	81	2,650	SH	OTHER	1
PRECISION CASTPARTS CORP	COMMON	740189105	391	6,581	SH	DEFINED	1
PRECISION CASTPARTS CORP	COMMON	740189105	13	225	SH	OTHER	1
PRICE T ROWE GROUP INC	COMMON	74144T108	620	17,498	SH	DEFINED	1
PRICE T ROWE GROUP INC	COMMON	74144T108	51	1,440	SH	OTHER	1
PROCTER & GAMBLE CO	COMMON	742718109	1,442	23,324	SH	DEFINED	1
PROCTER & GAMBLE CO	COMMON	742718109	2,439	39,456	SH	OTHER	1
PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	118	4,041	SH	DEFINED	1
PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	247	8,460	SH	OTHER	1
QUALCOMM INC	COMMON	747525103	342	9,532	SH	DEFINED	1
QUALCOMM INC	COMMON	747525103	10	272	SH	OTHER	1
ROCKWELL AUTOMATION INC	COMMON	773903109	151	4,670	SH	DEFINED	1
ROCKWELL AUTOMATION INC	COMMON	773903109	64	2,000	SH	OTHER	1
ROCKWELL COLLINS INC	COMMON	774341101	167	4,269	SH	DEFINED	1
ROCKWELL COLLINS INC	COMMON	774341101	78	2,000	SH	OTHER	1
ROYAL BANCSHARES OF PENN-A	COMMON	780081105	67	20,156	SH	DEFINED	
ROYAL DUTCH SHELL PLC	COMMON	780259206	44	823	SH	DEFINED	1
ROYAL DUTCH SHELL PLC	COMMON	780259206	238	4,500	SH	OTHER	1
S & T BANCORP INC	COMMON	783859101	1,992	56,120	SH	DEFINED	1
S & T BANCORP INC	COMMON	783859101	546	15,384	SH	OTHER	1
SCHLUMBERGER LTD	COMMON	806857108	279	6,591	SH	DEFINED	1
SCHLUMBERGER LTD	COMMON	806857108	136	3,218	SH	OTHER	1
STATE STR CORP	COMMON	857477103	408	10,366	SH	DEFINED	1
STATE STR CORP	COMMON	857477103	8	214	SH	OTHER	1
SUSQUEHANNA BANCSHARES INC	COMMON	869099101	1,106	69,487	SH	DEFINED	
SUSQUEHANNA BANCSHARES INC P	COMMON	869099101	831	52,242	SH	DEFINED	1
TARGET CORP	COMMON	87612E106	547	15,830	SH	DEFINED	1
TARGET CORP	COMMON	87612E106	171	4,938	SH	OTHER	1
TEVA PHARMACEUTICAL INDS LTD	COMMON	881624209	398	9,350	SH	DEFINED	1
TEVA PHARMACEUTICAL INDS LTD	COMMON	881624209	11	263	SH	OTHER	1
TEXAS INSTRS INC	COMMON	882508104	136	8,746	SH	DEFINED	1
TEXAS INSTRS INC	COMMON	882508104	35	2,267	SH	OTHER	1
THERMO FISHER SCIENTIFIC INC	COMMON	883556102	577	16,924	SH	DEFINED	1
THERMO FISHER SCIENTIFIC INC	COMMON	883556102	22	635	SH	OTHER	1
TIME WARNER CABLE INC	COMMON	88732J108	369	17,220	SH	DEFINED	1
TIME WARNER CABLE INC	COMMON	88732J108	16	768	SH	OTHER	1
TRISTATE CAPITAL BANK	COMMON	99R733108	600	50,000	SH	DEFINED	
UNITED TECHNOLOGIES CORP	COMMON	913017109	233	4,340	SH	DEFINED	1
UNITED TECHNOLOGIES CORP	COMMON	913017109	29	533	SH	OTHER	1
US BANCORP DEL	COMMON	902973304	436	17,422	SH	DEFINED	1
US BANCORP DEL	COMMON	902973304	18	712	SH	OTHER	1
VERIZON COMMUNICATIONS INC	COMMON	92343V104	1,536	45,311	SH	DEFINED	1
VERIZON COMMUNICATIONS INC	COMMON	92343V104	806	23,770	SH	OTHER	1
VISA INC	COMMON	92826C839	337	6,433	SH	DEFINED	1
VISA INC	COMMON	92826C839	8	150	SH	OTHER	1
VIST FINANCIAL CORP	COMMON	524477106	734	95,005	SH	DEFINED	
WAL MART STORES INC	COMMON	931142103	254	4,532	SH	DEFINED	1
WAL MART STORES INC	COMMON	931142103	57	1,020	SH	OTHER	1
WELLS FARGO & CO NEW	COMMON	949746101	193	6,532	SH	OTHER	1
XCEL ENERGY INC	COMMON	98389B100	542	29,203	SH	DEFINED	1

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XCEL ENERGY INC	COMMON 98389B100	33	1,770 SH	OTHER	1
ZIMMER HLDGS INC	COMMON 98956P102	260	6,422 SH	DEFINED	1
ZIMMER HLDGS INC	COMMON 98956P102	15	380 SH	OTHER	1
GRAND TOTALS		94,770	3,720,440		