

fontaine elizabeth e
Form 4
January 20, 2006

FORM 4

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

OMB APPROVAL

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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 *
fontaine elizabeth e

2. Issuer Name and Ticker or Trading Symbol
FIRST FINANCIAL BANCORP /OH/ [FFBC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Principal Accounting Officer

(Last) (First) (Middle)
300 HIGH STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/18/2006

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

HAMILTON, OH 45011
(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 or Price		
Common Stock	01/18/2006		M		923 A \$ 11.3019	4,995	D
Common Stock						8,047	I 401-K
Common Stock						254	I Joint w/Spouse
Common Stock						1,575	I Restricted

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 displays a currently valid OMB control number.

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(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. P Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
1996 (ISO) Stock Option	\$ 11.3019	01/18/2006		M	923	01/24/1997	01/24/2006	Common Stock	923
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	578
2000 (ISO) Stock Option	\$ 17.56					01/24/2001	01/24/2010	Common Stock	1,050
2001 (ISO) Stock Option	\$ 16.0124					01/22/2001	01/22/2011	Common Stock	5,250
2002 (ISO) Stock Option	\$ 17.2					01/17/2002	01/17/2012	Common Stock	2,000
2003 (ISO)	\$ 16.58					01/22/2004	01/22/2013	Common Stock	2,000

