

FIRST FINANCIAL BANCORP /OH/

Form 8-K

September 18, 2006

**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: September 12, 2006  
**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.)

300 High Street  
Hamilton, Ohio  
(Address of principal  
executive offices)

45011  
(Zip Code)

Registrant's telephone number, including area code: (513) 867-5447

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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**First Financial Bancorp.**

**Item 2.02 Results of Operations and Financial Condition.**

First Financial Bank, N.A., a wholly-owned subsidiary of First Financial Bancorp., completed the sale of 95 problem credits as part of its previously announced strategy to reduce overall credit risk in the loan portfolio. The sale involved approximately \$29.5 million in primarily substandard commercial and commercial real estate loans that were transferred to loans held for sale at the lower of cost or estimated fair value of \$21.4 million. The loans were purchased by four independent parties in separate transactions for a combined price of \$23.9 million. First Financial also intends to sell a single pool of approximately \$8.9 million in substandard residential retail real estate loans as previously announced by the end of September, 2006.

The estimated pre-tax gain for all transactions is expected to be approximately \$2.5 million or \$0.04 per share after-tax.

The Loan Portfolio Sales Group of Keefe, Bruyette and Woods, Inc. assisted First Financial in the loan sales.

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**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  
Senior Vice President and  
Chief Financial Officer

Date: September 18, 2006