

FIRST FINANCIAL BANCORP /OH/  
Form 8-K  
October 31, 2008

**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 31, 2008

**FIRST FINANCIAL BANCORP.**

(Exact name of registrant as specified in its charter)

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| Ohio<br>(State or other jurisdiction<br>of incorporation)                          | 0-12379<br>(Commission File<br>Number) | 31-1042001<br>(IRS Employer<br>Identification No.) |
| 4000 Smith Road<br>Cincinnati, Ohio<br>(Address of principal executive<br>offices) |  | 45209<br>(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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**First Financial Bancorp.**

**Item 7.01 Regulation FD Disclosure.**

On October 31, 2008, First Financial Bancorp. issued a press release discussing its preliminary approval and participation in the U.S. Treasury Capital Purchase Program. A copy of this press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K. The information in this press release shall not be deemed “filed” for purposes of Section 18 of the Securities Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference.

**Item 9.01 Exhibits.**

(c)

Exhibit:

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

99.1

First Financial Bancorp. Press Release dated October 31, 2008.

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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  
Executive Vice President and  
Chief Financial Officer

Date: October 31, 2008

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**First Financial Bancorp.**

**Exhibit Index**

| <b>Exhibit<br/>No.</b> | <b>Description</b>   |
|------------------------|--|
| 99.1                   | First Financial Bancorp. Press Release dated October 31, 2008. |

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