

FIRST FINANCIAL BANCORP /OH/

Form 8-K

August 21, 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: August 18, 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))
-

**Form 8-K**

**First Financial Bancorp.**

**Item 8.01 Other Events.**

At the close of business on August 18, 2006, First Financial Bancorp's wholly-owned subsidiary, First Financial Bank N.A., completed the sale of ten offices in three separate transactions to MainSource Bank, a subsidiary of MainSource Financial Group, Inc.; Chemical Bank, a subsidiary of Chemical Financial Corporation; and Mutual Federal Savings Bank, a subsidiary of MutualFirst Financial, Inc.

Total deposits of approximately \$109 million were assumed and total loans of approximately \$102 million were sold for a combined gain of approximately \$12.6 million or \$0.21 per share.

---

**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: August 21, 2006