FIRST FINANCIAL BANCORP /OH/ Form 8-K July 03, 2012

UNITED STATES
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): July 2, 2012

#### FIRST FINANCIAL BANCORP.

(Exact name of registrant as specified in its charter)

Ohio (State or other jurisdiction of incorporation or organization)

31-1042001 (I.R.S. employer identification number)

Commission file number: 000-12379

255 East Fifth Street, Suite 700, Cincinnati, Ohio 45202 (Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (877) 322-9530

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):

l	W	ri	tte	n	c	om	ın	ıu	ni	ca	tic	on	s p	ou	rsı	ıaı	nt	to	ŀ	₹u	le	42	25	u	ınc	ler	· tl	he	S	eci	ırit	ies	A	ct	(1	.7	C	FR	2	30	.42	25	)

[ ] 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 7.01 Regulation FD Disclosure.

On July 2, 2012, First Financial Bancorp. mailed a letter to shareholders in connection with its cash dividend. A copy of the letter is attached as Exhibit 99.1.

First Financial Bancorp. does not intend for this Item 7.01 or Exhibit 99.1 to be treated as "filed" for purposes of the Securities Exchange Act of 1934, as amended, or incorporated by reference into its filings under the Securities Act of 1933, as amended.

Item 9.01 Financial Statements and Exhibits.

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

- (d) Exhibits:
- 99.1 Letter to Shareholders dated July 2, 2012.

#### **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, Chief Financial Officer and Chief Operating Officer

Date: 7/3/2012

Form 8-K First Financial Bancorp.

Exhibit Index

Exhibit No. Description

99.1 First Financial Bancorp. Letter to Shareholders dated July 2, 2012.