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CINCINNATI FINANCIAL CORP Form 4 March 22, 2005 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SCHIFF JOHN J JR Issuer Symbol CINCINNATI FINANCIAL CORP (Check all applicable) [CINF] (Last) (First) (Middle) 3. Date of Earliest Transaction _X_ Director 10% Owner Other (specify X_Officer (give title (Month/Day/Year) below) below) 6200 SOUTH GILMORE RD 03/18/2005 PRESIDENT & CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting FAIRFIELD, OH 45014-5141 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 7. Nature of Indirect 6. Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership **Beneficial Ownership** (Instr. 3) any Code Disposed of (D) Beneficially Form: (Instr. 4) (Instr. 8) (Instr. 3, 4 and 5) Direct (D) (Month/Day/Year) Owned Following or Indirect Reported (\mathbf{I}) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price Common 3,858,963 D Stock Common Stock 1.389 D 401K **CHARITABLE** Common LEAD 3,540,242 I Stock ANNUITY TRUST CO. PENSION Common 102,082 I **PLAN** Stock

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Common Stock	108,809	Ι	CORPORATION
Common Stock	47,203	I	SCHIFF TRUST
Common Stock	536,794	Ι	SPOUSE

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transacti Code (Instr. 8)				7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 40.75					01/19/2005	01/19/2014	Common Stock	52,500
Employee Stock Option (right to buy)	\$ 43.71					<u>(1)</u>	01/25/2015	Common Stock	60,000
Phantom Stock	\$ 0	03/18/2005	03/18/2005	A <u>(2)</u>	151	08/08/1988	08/08/1988	Common Stock	150
Stock Option	\$ 28.3					01/25/2001	01/25/2010	Common Stock	52,500
Stock Option	\$ 32.14					01/27/2000	01/27/2009	Common Stock	110,250
Stock Option	\$ 32.26					08/24/1999	08/24/2008	Common Stock	10,500

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Stock Option	\$ 34.08	02/01/2004	02/01/2013	Common Stock	52,500
Stock Option	\$ 34.46	01/31/2002	01/31/2011	Common Stock	52,500
Stock Option	\$ 36.71	01/28/2003	01/28/2012	Common Stock	52,500
Stock Option	\$ 43.2	01/05/1999	01/05/2008	Common Stock	110,250

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
SCHIFF JOHN J JR 6200 SOUTH GILMORE RD FAIRFIELD, OH 45014-5141	Х		PRESIDENT & CEO		
Signatures					

JOHN J 03/22/2005 SCHIFF, JR.

**Signature of Reporting Person Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v). *
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option is exercisable in three equal annual installments beginning on the first anniversary of the date of grant.
- (2) Dividend Reinvestment shares acquired through the 401K and Top Hat plans.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.