#### SCHIFF JOHN J JR

Form 4

December 05, 2006

## FORM 4

Check this box

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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if no longer subject to Section 16. Form 4 or Form 5

obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 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 X\_ Officer (give title \_ Other (specify (Month/Day/Year) below) 6200 SOUTH GILMORE RD 12/05/2006 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) Ta	ble I - I	Non-	-Derivativ	e Secu	rities A	acquired, Dispos	sed of, or Ber	neficially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	if Transaction(A) or Disposed of Code (D)		rif Transaction(Code (Code (Code)		tion(A) or Disposed of Securities (D) Securities Beneficial		Beneficially Form: Owned Direct (D)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock			Code	V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4) 4,081,509	(I) (Instr. 4)		
Common Stock 401K	12/05/2006	12/05/2006	A <u>(1)</u>	V	54	A	\$ 0	1,541	D		
Common Stock	04/14/2006	04/14/2006	G	V	56,271	D	\$0	3,450,970 (2)	I	CHARITABLE LEAD ANNUITY TRUST	
Common Stock	07/13/2006	07/13/2006	G	V	49,596	D	\$0	3,401,374 (2)	I	CHARITABLE LEAD	

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										ANNUITY TRUST
Common Stock	10/16/2006	10/16/2006	G	V	48,686	D	\$ 0	3,352,688 (2)	I	CHARITABLE LEAD ANNUITY TRUST
Common Stock								107,186	I	CO. PENSION PLAN
Common Stock								114,249	I	CORPORATION
Common Stock								49,563	I	SCHIFF TRUST
Common Stock								563,633	I	SPOUSE

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

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SEC 1474 (9-02)

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. Transactic Code (Instr. 8)		6. Date Exerci Expiration Da (Month/Day/Y	te	7. Title and 2. Underlying 3 (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 38.8					01/19/2005	01/19/2014	Common Stock	55,125
Employee Stock Option (right to buy)	\$ 41.6285					<u>(3)</u>	01/25/2015	Common Stock	63,000
	\$ 45.26					(3)	02/02/2016		50,000

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Employee Stock Option (right to								Common Stock	
buy)									
Phantom Stock	\$ 0	12/05/2006	12/05/2006	A <u>(1)</u>	345	08/08/1988 (	08/08/1988	Common Stock	345
Stock Option	\$ 26.95					01/25/2001	01/25/2010	Common Stock	55,125
Stock Option	\$ 30.6					01/27/2000 (	01/27/2009	Common Stock	115,763
Stock Option	\$ 30.72					08/24/1999 (	08/24/2008	Common Stock	11,025
Stock Option	\$ 32.45					02/01/2004 (	02/01/2013	Common Stock	55,125
Stock Option	\$ 32.81					01/31/2002 (	01/31/2011	Common Stock	55,125
Stock Option	\$ 34.96					01/28/2003 (	01/28/2012	Common Stock	55,125
Stock Option	\$ 41.14					01/05/1999 (	01/05/2008	Common Stock	115,763

# **Reporting Owners**

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

# **Signatures**

JOHN J
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).
- (3) The option is exercisable in three equal annual installments beginning on the first anniversary of the date of grant.
- (2) Shares are gifted quarterly from the Charitable Lead Annuity Trust.
- (1) 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.

Reporting Owners 3

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