

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, **Claude E. Davis**

Name of the Holding Company Director and Official

Chief Executive Officer

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Holding Company Director and Official

March 21, 2017
Date of Signature

For holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:

- ☐ is included with the FR Y-6 report
☐ will be sent under separate cover
☐ is not prepared

For Federal Reserve Bank Use Only

RSSD ID _____
C.I. _____

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2016

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

First Financial Bancorp

Legal Title of Holding Company

255 East Fifth Street, Suite 700

(Mailing Address of the Holding Company) Street / P.O. Box

Cincinnati

OH

45202

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kimberly N. Mueller

AVP-Accounting

Name

Title

513-551-5188

Area Code / Phone Number / Extension

513-346-6245

Area Code / FAX Number

kimberly.mueller@bankatfirst.com

E-mail Address

www.bankatfirst.com

Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission?

0=No
1=Yes

0

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report

☐

2. a letter justifying this request has been provided separately

☐

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

FR Y-6
FOR PERIOD ENDED DECEMBER 31, 2016
FIRST FINANCIAL BANCORP.

Report Item 1: Annual report to shareholders

N/A

Report Item 2a: Organization Chart

Exhibit 1 is the organization chart that indicates the top tier organization and its holdings of all companies.

Report Item 2b: Domestic Branch Listing

Exhibit 2 list of domestic branches

Report Item 3: Securities holders

- (1) The following shareholder, of record, directly or indirectly owns, controls, or holds with power to vote five percent or more of any class of voting securities of First Financial Bancorp.

<u>Name and Address</u>	<u>Country Of Citizenship Or Incorporation</u>	<u>Number Of Shares</u>	<u>Percent Of Class</u>
BlackRock Inc. New York, NY	United States	7,146,220	11.5%
The Vanguard Group Malvern, PA	United States	5,347,449	8.63%
Vaughan Nelson Investment Management, L.P. Houston, TX	United States	3,321,232	5.40%

- (2) All shareholders that owned or controlled five percent or more of any class of voting securities in the bank holding company during the fiscal year for which the report is being filed are listed in (1).

Report Item 4: Directors and Officers

Exhibit 3 lists each principal shareholder, director, trustee, partner, executive officer, or person exercising similar functions, regardless of title or compensation, of the Bank Holding Company.

First Financial Bancorp Organization Chart

Exhibit 1

First Financial Bancorp.

Cincinnati, OH
(State of Incorporation: OH)

First Financial Bank (A)
Cincinnati, OH
100%
(State of Incorporation: OH)
LEI: MV4055SH8H06KQSGW013

FFBC Capital Trust I
Wilmington, DE
100%
(State of Incorporation: DE)
Inactive

FFBC Capital Trust II
Wilmington, DE
100%
(State of Incorporation: DE)
Inactive

FFBC Capital Trust III
Wilmington, DE
100%
(State of Incorporation: DE)
Inactive

FFBC Capital Trust IV
Wilmington, DE
100%
(State of Incorporation: DE)
Inactive

Oak Street Holdings
Corporation
Carmel, IN
100%
(State of Incorporation: DE)

First Financial Collateral, Inc.
Columbus, IN
100%
(State of Incorporation: IN)

Irwin Union Realty
Corporation
Columbus, IN
100%
(State of Incorporation: IN)

First Franchise Capital
Corporation
Park Ridge, NJ
100%
(State of Incorporation: IN)

First Financial
Equipment Finance, LLC
Cincinnati, OH
100% (C)
(State of Incorporation: OH)

First Financial Insurance
Holding Company
West Chester, OH
100%
(State of Incorporation: OH)

First Financial Securities
Group, Inc.
Cincinnati, OH
100%
(State of Incorporation: DE)

Irwin Home Equity
Corporation
Columbus, IN
100%
(State of Incorporation: IN)

Oak Street Funding LLC
Carmel, IN
100%
(State of Incorporation: DE)

Oak Street Servicing LLC
Carmel, IN
100%
(State of Incorporation: DE)

First Financial
Insurance, Inc.
West Chester, OH
100%
(State of Incorporation: OH)

First Financial Preferred
Capital, Inc..
Cincinnati, OH
100%
(State of Incorporation: OH)

IHE Funding Corp. II
Columbus, IN
100%
(State of Incorporation: DE)

(A) First Financial Bank - Managing Member

(B) LEIs do not exist in the organization except where noted

Results: A list of branches for your holding company: **FIRST FINANCIAL BANCORP (1071276) of CINCINNATI, OH.**
The data are as of **12/31/2016**. Data reflects information that was received and processed through **01/10/2017**.

Exhibit 2

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below
2. If required, enter the date in the **Effective Date** column

Actions:

OK: If the branch information is correct, enter 'OK' in the **Data Action** column.

Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.

Close: If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.

Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.

Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.

If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of **Change, Close, Delete, or Add**.

The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country
OK		Full Service (Head Office)	165628	FIRST FINANCIAL BANK	255 EAST FIFTH STREET	CINCINNATI	OH	45202	HAMILTON	UNITED STATES
OK		Full Service	2083575	AURORA BRANCH	320 IMPORTING STREET	AURORA	IN	47001-1416	DEARBORN	UNITED STATES
CHANGE	2/2/2015	Full Service	4158002	AVON BRANCH	9554 EAST HIGHWAY 36	AVON	IN	46123	HENDRICKS	UNITED STATES
OK		Full Service	2245720	BLOOMINGTON BRANCH	536 NORTH COLLEGE AVENUE	BLOOMINGTON	IN	47404	MONROE	UNITED STATES
OK		Full Service	3399004	CARMEL BRANCH	751 CITY CENTER DRIVE	CARMEL	IN	46032	HAMILTON	UNITED STATES
OK		Full Service	3483350	COLUMBUS DT BRANCH	125 THIRD STREET	COLUMBUS	IN	47201	BARTHOLOMEW	UNITED STATES
OK		Full Service	3523229	CREEKVIEW BRANCH	707 CREEKVIEW DRIVE	COLUMBUS	IN	47201	BARTHOLOMEW	UNITED STATES
OK		Full Service	2072533	EASTBROOK BRANCH	2531 EASTBROOK PLAZA	COLUMBUS	IN	47201	BARTHOLOMEW	UNITED STATES
OK		Full Service	2074318	WEST HILL BRANCH	3950 JONATHAN MOORE PIKE	COLUMBUS	IN	47201	BARTHOLOMEW	UNITED STATES
OK		Full Service	2943240	CONNERSVILLE BRANCH	630 CENTRAL AVENUE	CONNERSVILLE	IN	47331	FAYETTE	UNITED STATES
OK		Full Service	3226708	CROWN POINT BRANCH	11890 BROADWAY AVENUE	CROWN POINT	IN	46307	LAKE	UNITED STATES
OK		Full Service	3921124	SUMMIT CROSSING BRANCH	936 NORTH MAIN STREET	CROWN POINT	IN	46307	LAKE	UNITED STATES
OK		Full Service	2158400	DELPHI BRANCH	215 EAST MAIN STREET	DELPHI	IN	46923	CARROLL	UNITED STATES
OK		Full Service	4159214	ALLISONVILLE BRANCH	11684 ALLISONVILLE ROAD	FISHERS	IN	46038	HAMILTON	UNITED STATES
OK		Full Service	2086400	FLORA BRANCH	817 EAST COLUMBIA STREET	FLORA	IN	46929-1412	CARROLL	UNITED STATES
OK		Full Service	2328771	FRANKLIN BRANCH	1073 WEST JEFFERSON STREET	FRANKLIN	IN	46131	JOHNSON	UNITED STATES
OK		Full Service	5037270	FT. WAYNE	203 EAST BERRY ST.	FT. WAYNE	IN	46802	ALLEN	UNITED STATES
OK		Full Service	5078844	GARY BRANCH	6010 W. RIDGE ROAD	GARY	IN	46408	LAKE	UNITED STATES
OK		Full Service	2369514	GREENSBURG BRANCH	1901 NORTH LINCOLN STREET	GREENSBURG	IN	47240	DECATUR	UNITED STATES
OK		Full Service	4490690	HESSVILLE BC	2705 169TH STREET	HAMMOND	IN	46323	LAKE	UNITED STATES
OK		Full Service	240141	HARTFORD CITY MAIN BRANCH	101 WEST WASHINGTON	HARTFORD CITY	IN	47348	BLACKFORD	UNITED STATES
OK		Limited Service	2077958	JEFFERSON STREET BRANCH	117 SOUTH JEFFERSON STREET	HARTFORD CITY	IN	47348	BLACKFORD	UNITED STATES
OK		Full Service	2078133	45TH STREET BRANCH	2750 45TH STREET	HIGHLAND	IN	46322	LAKE	UNITED STATES
OK		Full Service	3536096	CLINE OFFICE	9632 CLINE AVENUE	HIGHLAND	IN	46322	LAKE	UNITED STATES
OK		Full Service	244345	DT HIGHLAND BRANCH	2611 HIGHWAY AVENUE	HIGHLAND	IN	46322	LAKE	UNITED STATES
OK		Full Service	4159139	86TH STREET BRANCH	1180 WEST 86TH STREET	INDIANAPOLIS	IN	46260	MARION	UNITED STATES
OK		Full Service	4152729	8925 MADISON AVENUE BRANCH	8925 MADISON AVENUE SUITE C	INDIANAPOLIS	IN	46227	MARION	UNITED STATES
OK		Full Service	4157706	HARRISON CROSSING	9050 EAST 56TH STREET	INDIANAPOLIS	IN	46216	MARION	UNITED STATES
OK		Full Service	4268262	NORTH MERIDIAN	300 NORTH MERIDIAN STREET	INDIANAPOLIS	IN	46204	MARION	UNITED STATES

Data Action	Effective Date	Branch Service Type	Branch ID	RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country
OK		Full Service	3465691		CONCORD ROAD BRANCH	3690 CONCORD ROAD	LAFAYETTE	IN	47909	TIPPECANOE	UNITED STATES
CHANGE	9/12/2011	Full Service	4337384		LAWRENCEBURG BRANCH	41 WEST EADS PARKWAY	LAWRENCEBURG	IN	47025	DEARBORN	UNITED STATES
OK		Full Service	3658167		NORTH MANCHESTER MAIN BRANCH	106 NORTH MARKET STREET	NORTH MANCHESTER	IN	46962	WABASH	UNITED STATES
OK		Full Service	2098524		NORTH VERNON NORTH BRANCH	2070 NORTH STATE HIGHWAY 7	NORTH VERNON	IN	47265	JENNINGS	UNITED STATES
OK		Limited Service	3658130		ROCHESTER EAST BRANCH	520 EAST 9TH STREET	ROCHESTER	IN	46975	FULTON	UNITED STATES
OK		Full Service	3658121		ROCHESTER MAIN BRANCH	729 EAST MAIN STREET	ROCHESTER	IN	46975	FULTON	UNITED STATES
OK		Full Service	2158464		ROSSVILLE BRANCH	358 WEST MAIN STREET	ROSSVILLE	IN	46065	CLINTON	UNITED STATES
OK		Full Service	2104984		SCHERERVILLE BRANCH	450 WEST LINCOLN HIGHWAY	SCHERERVILLE	IN	46375-1736	LAKE	UNITED STATES
OK		Full Service	3048339		SEYMOUR BRANCH	202 EAST TIPTON STREET	SEYMOUR	IN	47274	JACKSON	UNITED STATES
OK		Full Service	2249951		SHELBYVILLE BRANCH	1850 MARKET PLACE BOULEVARD	SHELBYVILLE	IN	46176	SHELBY	UNITED STATES
OK		Full Service	1929470		OAKBROOK BRANCH	6081 LIMABURG ROAD	BURLINGTON	KY	41005	BOONE	UNITED STATES
OK		Full Service	4122441		EDGEWOOD BRANCH	3580 MADISON PIKE	EDGEWOOD	KY	41017	KENTON	UNITED STATES
OK		Full Service	3387560		FLORENCE BRANCH	7690 MALL RD	FLORENCE	KY	41042	BOONE	UNITED STATES
OK		Full Service	815213		HEBRON BRANCH	2652 NORTH BEND ROAD	HEBRON	KY	41048	BOONE	UNITED STATES
OK		Full Service	223041		BRYAN BRANCH	327 SOUTH MAIN STREET	BRYAN	OH	43506	WILLIAMS	UNITED STATES
OK		Full Service	945213		CAMDEN BRANCH	4 SOUTH MAIN ST	CAMDEN	OH	45311	PREBLE	UNITED STATES
OK		Full Service	774619		CELINA HARBOR SQUARE BRANCH	1942 HAVEMAN ROAD	CELINA	OH	45822	MERCER	UNITED STATES
OK		Full Service	701718		CELINA SUMMIT STREET BRANCH	115 WEST SUMMIT STREET	CELINA	OH	45822	MERCER	UNITED STATES
OK		Full Service	4146812		CENTERVILLE PLACE BRANCH	1015 S MAIN ST	CENTERVILLE	OH	45458	MONTGOMERY	UNITED STATES
OK		Full Service	4490702		ANDERSON OFFICE	7765 BEECHMONT AVENUE	CINCINNATI	OH	45255	HAMILTON	UNITED STATES
OK		Full Service	3482643		BRIDGETOWN BRANCH	5712 BRIDGETOWN ROAD	CINCINNATI	OH	45248	HAMILTON	UNITED STATES
OK		Full Service	316176		DEER PARK BRANCH	7200 BLUE ASH ROAD	CINCINNATI	OH	45236	HAMILTON	UNITED STATES
OK		Full Service	4490681		FIRST FINANCIAL CENTER	435 SYCAMORE STREET	CINCINNATI	OH	45202	HAMILTON	UNITED STATES
OK		Full Service	4398237		KENWOOD BRANCH	7735 MONTGOMERY ROAD	CINCINNATI	OH	45236	HAMILTON	UNITED STATES
OK		Full Service	4122423		MADEIRA BRANCH	6801 MIAMI AVENUE	CINCINNATI	OH	45243	HAMILTON	UNITED STATES
OK		Full Service	3839760		MONTGOMERY OFFICE	10100 MONTGOMERY ROAD	CINCINNATI	OH	45242	HAMILTON	UNITED STATES
OK		Full Service	3482568		MT. HEALTHY BRANCH	7522 HAMILTON AVENUE	CINCINNATI	OH	45231	HAMILTON	UNITED STATES
OK		Full Service	3482607		NORTHGATE BRANCH	3669 SPRINGDALE RD	CINCINNATI	OH	45251	HAMILTON	UNITED STATES
OK		Electronic Banking	3658149		ONLINE BANKING	WWW.BANKATFIRST.COM	CINCINNATI	OH	45246	HAMILTON	UNITED STATES
OK		Full Service	4364308		PICTORIA	225 PICTORIA DRIVE	CINCINNATI	OH	45246	HAMILTON	UNITED STATES
OK		Full Service	4963000		SHORT VINE	2712 VINE STREET	CINCINNATI	OH	45219	HAMILTON	UNITED STATES
OK		Full Service	3482540		WESTERN COMMONS BRANCH	6570 HARRISON AVENUE	CINCINNATI	OH	45247	HAMILTON	UNITED STATES
OK		Full Service	72418		CLYDE BUCKEYE BRANCH	137 W BUCKEYE ST	CLYDE	OH	43410	SANDUSKY	UNITED STATES
OK		Full Service	3444566		BEXLEY BRANCH	2680 EAST MAIN ST.	COLUMBUS	OH	43209	FRANKLIN	UNITED STATES
OK		Full Service	5037261		COLUMBUS COMMONS	139 S. HIGHT STREET, SUITE 204	COLUMBUS	OH	43215	FRANKLIN	UNITED STATES
OK		Full Service	2949596		ALEX BELL BRANCH	2891 W. ALEX BELL ROAD	DAYTON	OH	45459	MONTGOMERY	UNITED STATES
OK		Full Service	2949608		LIBERTY TOWER BRANCH	120 W. SECOND STREET	DAYTON	OH	45402	MONTGOMERY	UNITED STATES
OK		Full Service	874014		DELPHOS BRANCH	202 NORTH MAIN STREET	DELPHOS	OH	45833	ALLEN	UNITED STATES
OK		Full Service	4146979		ENGLEWOOD BRANCH	330 W NATIONAL RD	ENGLEWOOD	OH	45322	MONTGOMERY	UNITED STATES
OK		Full Service	108120		FAIRFIELD CROSSINGS BRANCH	4601 DIXIE HIGHWAY	FAIRFIELD	OH	45014	BUTLER	UNITED STATES
OK		Full Service	172121		FAIRFIELD SOUTH GILMORE OFFICE	6060 SOUTH GILMORE	FAIRFIELD	OH	45014	BUTLER	UNITED STATES
OK		Full Service	763426		FAIRFIELD TOWN CENTER BRANCH	5300 PLEASANT AVE	FAIRFIELD	OH	45014	BUTLER	UNITED STATES
OK		Full Service	831718		FT. RECOVERY BRANCH	220 NORTH WAYNE ST.	FORT RECOVERY	OH	45846	MERCER	UNITED STATES
OK		Full Service	1912315		BECKETT PARK OFFICE	8211 PRINCETON-LENDALE RD.	HAMILTON	OH	45011	BUTLER	UNITED STATES
OK		Limited Service	2994073		BERKELEY SQUARE BRANCH	160 BERKELEY SQUARE	HAMILTON	OH	45013	BUTLER	UNITED STATES
OK		Full Service	168227		HAMILTON PLAZA BRANCH	2344 SOUTH ERIE HIGHWAY	HAMILTON	OH	45015	BUTLER	UNITED STATES
OK		Full Service	107628		MAIN STREET BRANCH	970 MAIN ST	HAMILTON	OH	45013	BUTLER	UNITED STATES
OK		Full Service	2994121		WASHINGTON BOULEVARD BRANCH	720 N.W. WASHINGTON BLVD.	HAMILTON	OH	45013	BUTLER	UNITED STATES
OK		Full Service	4147042		HILLSBORO BRANCH	310 N HIGH ST	HILLSBORO	OH	45133	HIGHLAND	UNITED STATES
OK		Full Service	4147051		HUBER HEIGHTS BRANCH	6325 BRANDT PIKE	HUBER HEIGHTS	OH	45424	MONTGOMERY	UNITED STATES
OK		Full Service	3921115		KETTERING BRANCH	4391 FAR HILLS AVENUE	KETTERING	OH	45429	MONTGOMERY	UNITED STATES
OK		Full Service	3482586		NORTH LEBANON BRANCH	1101 COLUMBUS AVE	LEBANON	OH	45036	WARREN	UNITED STATES
OK		Full Service	3839751		LIBERTY COMMONS BRANCH	6945 SOUTH LIBERTY DRIVE	LIBERTY TOWNSHIP	OH	45044	BUTLER	UNITED STATES
OK		Full Service	630911		LANDEN BRANCH	8601 LANDEN DRIVE	MAINEVILLE	OH	45039	WARREN	UNITED STATES
OK		Full Service	567419		MASON-MONTGOMERY BRANCH	7470 SOUTH MASON MONTGOMERY ROAD	MASON	OH	45040	WARREN	UNITED STATES
OK		Full Service	536929		BREIEL BRANCH	815 S. BREIEL BLVD.	MIDDLETOWN	OH	45044	BUTLER	UNITED STATES

Data Action	Effective Date	Branch Service Type	Branch ID, RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country
OK		Full Service	182326	DOWNTOWN MIDDLETOWN BRANCH	300 NORTH MAIN STREET	MIDDLETOWN	OH	45042	BUTLER	UNITED STATES
OK		Full Service	2034120	MONROE OFFICE	108 SOUTH MAIN ST.	MONROE	OH	45050	BUTLER	UNITED STATES
OK		Full Service	3760855	STEWART SQUARE BRANCH	335 SOUTH COLLEGE STREET	OXFORD	OH	45056	BUTLER	UNITED STATES
OK		Full Service	613811	PAULDING BANKING CENTER BRANCH	201 NORTH MAIN STREET	PAULDING	OH	45879	PAULDING	UNITED STATES
OK		Full Service	157520	ROCKFORD BRANCH	166 S. MAIN ST	ROCKFORD	OH	45882	MERCER	UNITED STATES
OK		Full Service	109725	ROSS BRANCH	4079 HAMILTON CLEVES ROAD	ROSS	OH	45014	BUTLER	UNITED STATES
OK		Full Service	4122405	ST. MARY'S BRANCH	130 E. SPRING STREET	SAINT MARYS	OH	45885	AUGLAIZE	UNITED STATES
OK		Full Service	4147314	SPRINGBORO BRANCH	260 W CENTRAL AVE	SPRINGBORO	OH	45066	WARREN	UNITED STATES
OK		Full Service	414625	TRENTON BRANCH	125 EAST STATE STREET	TRENTON	OH	45067	BUTLER	UNITED STATES
OK		Full Service	3923856	UPPER ARLINGTON BRANCH	3005 NORTHWEST BOULEVARD	UPPER ARLINGTON	OH	43221	FRANKLIN	UNITED STATES
OK		Full Service	244822	SUMMIT BRANCH	1163 S SHANNON ST	VAN WERT	OH	45891	VAN WERT	UNITED STATES
OK		Limited Service	242024	VAN WERT BRANCH-DRIVE-THRU	113 EAST CENTRAL AVE	VAN WERT	OH	45891	VAN WERT	UNITED STATES
OK		Full Service	762924	PISGAH-KINGSGATE BRANCH	7795 TYLERSVILLE RD	WEST CHESTER	OH	45069	BUTLER	UNITED STATES
OK		Full Service	2865847	UNION CENTRE OFFICE	9120 UNION CENTRE BOULEVARD	WEST CHESTER	OH	45069	BUTLER	UNITED STATES
OK		Full Service	3923847	WESTERVILLE BRANCH	780 SOUTH STATE STREET	WESTERVILLE	OH	43081	FRANKLIN	UNITED STATES
OK		Full Service	4147033	FIFE AVENUE BRANCH	647 FIFE AVE	WILMINGTON	OH	45177	CLINTON	UNITED STATES
OK		Full Service	476070	DOWNTOWN WORTHINGTON BRANCH	547 HIGH STREET	WORTHINGTON	OH	43085	FRANKLIN	UNITED STATES
OK		Full Service	3441480	WORTHINGTON BRANCH	150 W WILSON BRIDGE RD	WORTHINGTON	OH	43085	FRANKLIN	UNITED STATES

Name and Address	Principal Occupation Other Than Bank Holding Company Organization	Title or Position Bank Holding Company	Title or Position Bank Holding Company Subsidiaries	Title or Position Other Business Companies	Percentage of Voting Shares in Bank Holding Company	No. of Shares (% of Class) Subsidiaries	Number of Shares (% of Class) Of Other Business Companies If Over 25% of Class
1.) Wickiffe J. Ach Cincinnati, Ohio/USA	CEO-Hixson, Inc.	Director	N/A	CEO-Hixson, Inc. Director-Setzer Corp. President-Union Terminal Corporation Director-CISE Foundation	0.03%	N/A	Hixson -- 30%
2.) David S. Barker Columbus, Indiana/USA	President/CEO-SIHO Insurance Services	Director	N/A	President/CEO-SIHO Insurance Services President/CEO-SIG Insurance Agency Board Member-Heritage Fund Community Foundation	0.03%	N/A	N/A
3.) Cynthia Booth Cincinnati, Ohio/USA	President/CEO COBCO Enterprises	Director	N/A	President/CEO-COBCO Enterprises Director and Treasurer-Greater Cincinnati Regional Chamber of Commerce Director-YWCA of Greater Cincinnati Director-University of Cincinnati Goering Center Advisory Board	0.02%	N/A	COBCO Enterprises -- 100%
5.) Claude E. Davis Cincinnati, Ohio/USA	N/A	CEO Director	CEO-First Financial Bank	N/A	0.61%	N/A	N/A
6.) Corinne R. Finnerty North Vernon, Indiana/USA	Partner-McConnell Finnerty PC	Director	N/A	President/Shareholder-McConnell Finnerty PC Owner and Secretary-Carriage House Inv., LLC.	0.09%	N/A	McConnell Finnerty PC -- 100% Carriage House Inv., LLC. -- 50%
7.) Peter E. Geier Powell, Ohio/USA	Principal-Pgeier Consulting, LLC	Director	N/A	Principal-Pgeier Consulting, LLC Principal and Owner-The Brophy Company, LLC Principal and Owner-Bluffpoint Media, LLC	0.06%	N/A	Pgeier Consulting, LLC -- 100% The Brophy Company, LLC -- 50% Bluffpoint Media, LLC -- 50%
8.) Murph Knapke Celina, Ohio/USA	Partner-Knapke Law Office	Director	N/A	Partner-Knapke Law Office, LLC	0.11%	N/A	Knapke Law Office, LLC -- 50%
9.) Susan L. Knust Cincinnati, Ohio/USA	Owner and President-Omega Warehouse Services	Director	N/A	Managing Member-K.P. Properties of Ohio Managing Member-Omega Warehouse Services Managing Member-K.P. Properties of Colorado Managing Member-KP Properties of Florida Managing Member-Webster Owner-1201 W. Mansfield	0.06%	N/A	KP Properties -- 50% Omega Warehouse Services -- 51% KP Properties of Colorado -- 50% KP Properties of Florida -- 50% 1201 W. Mansfield -- 55%
10.) William J. Kramer Coldwater, Ohio/USA	Vice President of Operations-Val-Co Companies, Inc.	Director	N/A	N/A	0.04%	N/A	N/A
11.) Jeffrey D. Meyer Bexley, Ohio/USA	President-Clean Title Agency, Inc	Director	N/A	Principal-Clean Title Agency, Inc Principal-David & Meyer Law, LTD Principal-AmeriTitle Downtown Principal-2680 East Main, LLC Owner-Columbia Title Agency, LLC Owner- 150 Commercial Condo, LLC Owner-Luxury Rental Properties, LLC Owner-Medary Apartments, LLC Owner-Reyem Investments, Ltd.	0.07%	N/A	Clean Title Agency, Inc -- 49.9% David & Meyer Law, LTD -- 50% AmeriTitle Downtown -- 25% 2680 East Main, LLC -- 33.3% Columbia Title Agency, LLC -- 25% 150 Commercial Condo, LLC -- 25% Luxury Rental Properties, LLC -- 33% Medary Apartments, LLC -- 33% Reyem Investments, Ltd. -- 25%

Name and Address	Principal Occupation Other Than Bank Holding Company Organization	Title or Position Bank Holding Company	Title or Position Bank Holding Company Subsidiaries	Title or Position Other Business Companies	Percentage of Voting Shares in Bank Holding Company	No. of Shares (% of Class) Subsidiaries	Number of Shares (% of Class) Of Other Business Companies If Over 25% of Class
12.) John Neighbours Indianapolis, Indiana/USA	Partner - Faegre Baker Daniels	Director	N/A	Partner - Faegre Baker Daniels Director-Real Estate Corporation of America Director-Greater Indianapolis Chamber of Commerce Director-United Way of Central Indiana Chairman-Meadows Community Foundation Director-Charles A. Tindley Accelerated Schools Director-Indianapolis Public Safety Foundation Director-Christian Theological Seminary Director-Indianapolis Zoological Society	0.01%	N/A	N/A
13.) Richard E. Olszewski Schererville, Indiana/USA	Owner - 7-Eleven's	Director	N/A	Owner - 7-Eleven-415 W. Glenn Park - Griffith, IN Owner - 7-Eleven-845 N. Broad - Griffith, IN President & Chair - K&L Inc.	0.07%	N/A	7-Eleven-415 W. Glenn Park -- 100% 7-Eleven 845 N. Broad -- 100% K&L Inc. -- 100%
14.) Maribeth S. Rahe Cincinnati, Ohio/USA	President/CEO Fort Washington Investment Advisors	Director	N/A	President/CEO/Director - Fort Washington Investment Advisors Board of Directors - Cincinnati Country Club Board of Directors - Consolidated Communications Board of Directors - Cincinnati Women's Executive Forum Vice Chairman of Board - Cincinnati Arts Association Board of Directors and Chairman - Cincinnati Zoo & Botanical Garden Board Member - The Greater Cincinnati Foundation Managing Partner - Robert L. Johnston Co, Inc.	0.04%	N/A	Robert L. Johnston Co, Inc. --50%
15.) Matthew Burgess Liberty Township, Ohio/USA	N/A	Executive Vice President and Chief Internal Auditor	See attached for subsidiary positions	Owner - 1376 East LLC VP/Treasurer/Owner - KMHB LLC	0.03%	N/A	1376 East LLC -- 100% KMHB LLC -- 100%
16.) Richard S. Dennen Carmel, Indiana/USA	N/A	N/A	See attached for subsidiary positions	N/A	0.13%	N/A	N/A
17.) John M. Gavigan Liberty Township, Ohio/USA	N/A	Chief Financial Officer and Principal Accounting Officer	See attached for subsidiary positions	Officer - Ricardo Enterprises, LLC Owner-Platinum Prospects, LLC	0.02%	N/A	Ricardo Enterprises, LLC -- 50%
18.) Shannon Kuhl Cincinnati, Ohio/USA	N/A	Chief Legal Officer, Chief Compliance Officer, and Corporate Secretary	See attached for subsidiary positions	Member - Coolview Property LLC	0.01%	N/A	Coolview Property LLC -- 50%
19.) C. Douglas Lefferson Williamsburg, Ohio/USA	N/A	N/A	See attached for subsidiary positions	N/A	0.22%	N/A	N/A
20.) Brad Ringwald Mason, Ohio/USA	N/A	N/A	See attached for subsidiary positions	Board of Directors-Tri-State Association for Corporate Renewal	0.04%	N/A	N/A
21.) Paul Silva Cincinnati, Ohio/USA	N/A	N/A	See attached for subsidiary positions	Board Member-3CDC Board Member-HCDC Board Member-Mt. St. Joe University	0.01%	N/A	N/A
22.) William J. Sorg Cincinnati, Ohio/USA	N/A	Chief Risk Officer	See attached for subsidiary positions	N/A	0.01%	N/A	N/A
23.) Anthony Stollings Cincinnati, Ohio/USA	N/A	President, Chief Operating Officer	See attached for subsidiary positions	N/A	0.10%	N/A	N/A

First Financial Bank is 100% wholly owned subsidiaries of the Parent Company.

Executive Officers Bancorp and Bank:

Exhibit 3

EXECUTIVE OFFICER	SUBSIDIARY	TITLE
Davis, Claude E.	First Financial Bancorp First Financial Bank	Chief Executive Officer Chairman and CEO
Burgess, Matthew B.	First Financial Bank First Financial Bancorp	Chief Internal Auditor Chief Internal Auditor
Gavigan, John M.	First Financial Bank First Financial Bancorp First Financial Securities Group, Inc. Oak Street Holdings Corporation First Financial Collateral, Inc. First Financial Insurance, Inc. First Financial Insurance Holding Company First Financial Equipment Finance, LLC First Financial Preferred Capital, Inc. First Franchise Capital Corporation Irwin Home Equity Corporation IHE FUNDING CORP II Oak Street Funding, LLC	Chief Financial Officer, Primary Accounting Officer Chief Financial Officer, Primary Accounting Officer Director and Treasurer Director and Treasurer Treasurer Treasurer Treasurer Treasurer Treasurer Treasurer Treasurer Treasurer Treasurer
Kuhl, Shannon M.	First Financial Bancorp First Financial Bank First Financial Collateral, Inc. First Financial Insurance, Inc. First Financial Insurance Holding Company First Financial Equipment Finance, LLC First Financial Preferred Capital, Inc. First Financial Securities Group, Inc. Irwin Home Equity Corporation IHE FUNDING CORP II Irwin Union Realty Corporation	Chief Legal Officer, Corporate Secretary Chief Legal Officer, Chief Compliance Officer, Secretary Secretary Secretary Secretary Secretary Secretary Secretary Secretary Secretary Secretary
Sorg, William J., III	First Financial Bancorp First Financial Bank	Chief Risk Officer Chief Risk Officer
Stollings, Anthony M.	First Financial Bancorp First Financial Bank First Financial Collateral, Inc. First Financial Insurance, Inc. Irwin Home Equity Corporation IHE FUNDING CORP II Irwin Union Realty Corporation Oak Street Holdings Corporation First Franchise Capital Corporation First Financial Securities Group, Inc. First Financial Preferred Capital, Inc. First Financial Equipment Finance, LLC	President, Chief Operating Officer Chief Operating Officer Director Director Director Director Director Director Director and EVP Director and President Director and VP Manager
Executive Officers of Bank Only:		
Dennen, Richard S.	First Financial Bank First Franchise Capital Corporation Oak Street Holdings Corporation Oak Street Funding, LLC OAK STREET LENDING LLC (MERGED INTO OSF 12/31/15)	President, First Commercial Finance Director and Chairman Director and President President President
Lefferson, C. Douglas	First Financial Bank Irwin Union Realty Corporation First Franchise Capital Corporation First Financial Insurance Holding Company First Financial Preferred Capital, Inc. Irwin Home Equity Corporation IHE FUNDING CORP II First Financial Collateral, Inc. First Financial Equipment Finance, LLC	Chief Credit Officer Director Director and EVP Director and President Director and President Director and President Director and President Executive Vice President Manager
Ringwald, Bradley J.	First Financial Bank First Financial Equipment Finance, LLC	President, Community Banking Manager, Chairman
Silva, Paul C.	First Financial Bank	President, ICRE Lending