

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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102(a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). 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 chair of the board must sign the report. If the holding company is an Employee Stock Ownership Plan/Employee Stock Ownership Trust (ESOP/ESOT) formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Archie M. Brown

Name of the Holding Company Director and Official (FDHC C490)

Chief Executive Officer

Title of the Holding Company Director and Official (FDHC C491)

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.

Archie M. Brown

Signature of Holding Company Director and Official (FDHC H321)

03/18/2025

Date of Signature (FDHC J196)

For Federal Reserve Bank Use Only

RSSD ID 1071276

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):

12/31/2024

Month / Day / Year (FDHC 9999)

Reporter's Name, Street, and Mailing Address

FIRST FINANCIAL BANCORP

Legal Title of Holding Company (FDHC 9017)

255 EAST FIFTH ST

(Mailing Address of the Holding Company) Street / P.O. Box (FDHC 9110)

CINCINNATI

OH

45202

City (FDHC F206)

State (FDHC F207)

Zip Code (FDHC F208)

Physical Location (if different from mailing address) Street / P.O. Box (FDHC 9028)

City (FDHC 9130)

State (FDHC 9200)

Zip Code (FDHC 9220)

Person to whom questions about this report should be directed:

KIMBERLY N. MUELLER

CORPORATE REPORTING ACCOUNTANT

Name (FDHC 8901)

Title (FDHC C496)

(513)979-5795 ext:

Area Code / Phone Number / Extension (FDHC 8902)

(513)458-6493

Area Code / FAX Number (FDHC 9116)

KIMBERLY.MUELLER@BANKATFIRST.COM

E-mail Address (FDHC 4086)

WWW.BANKATFIRST.COM

Address (URL) for the Holding Company's web page (FDHC 4087)

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

0=No	FDHC
1=Yes	C447 <u>0</u>

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

- a letter justifying this request is being provided along with the report (FDHC KY38) ☐
- a letter justifying this request has been provided separately (FDHC KY38) ☐

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

Report Item 1: Annual Report to Shareholders

For holding companies not registered with the U.S. Securities and Exchange Commission (SEC), **indicate the status of Annual Report to Shareholders:**

- ☐ is included with the FR Y-6 report (FDHC PV65)
- ☐ will be sent under separate cover (FDHC PV65)
- ☐ is not prepared (FDHC PV65)

Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

Verification of Changes

All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year? (Reporters must verify their item 2a, organization chart and 2b, domestic branch listing in Structure Central).

☒ Yes ☐ No (FDHC PV66)

Complete the remaining checklist for Report Items 2a, 2b, 3, and 4. See section A of the General Instructions for additional information.

Report Item 2a: Organization Chart

☒ Yes ☐ No (FDHC PV67)

If checked Yes, the Reporter must report any changes to their organization chart as specified in Report Item 2a instructions.

Report Item 2b: Domestic Branch Listing

☒ Yes ☐ No (FDHC PV68)

If checked Yes, the Reporter must report any changes to their domestic branch listing as specified in Report Item 2b instructions.

Report Item 3: Securities Holders

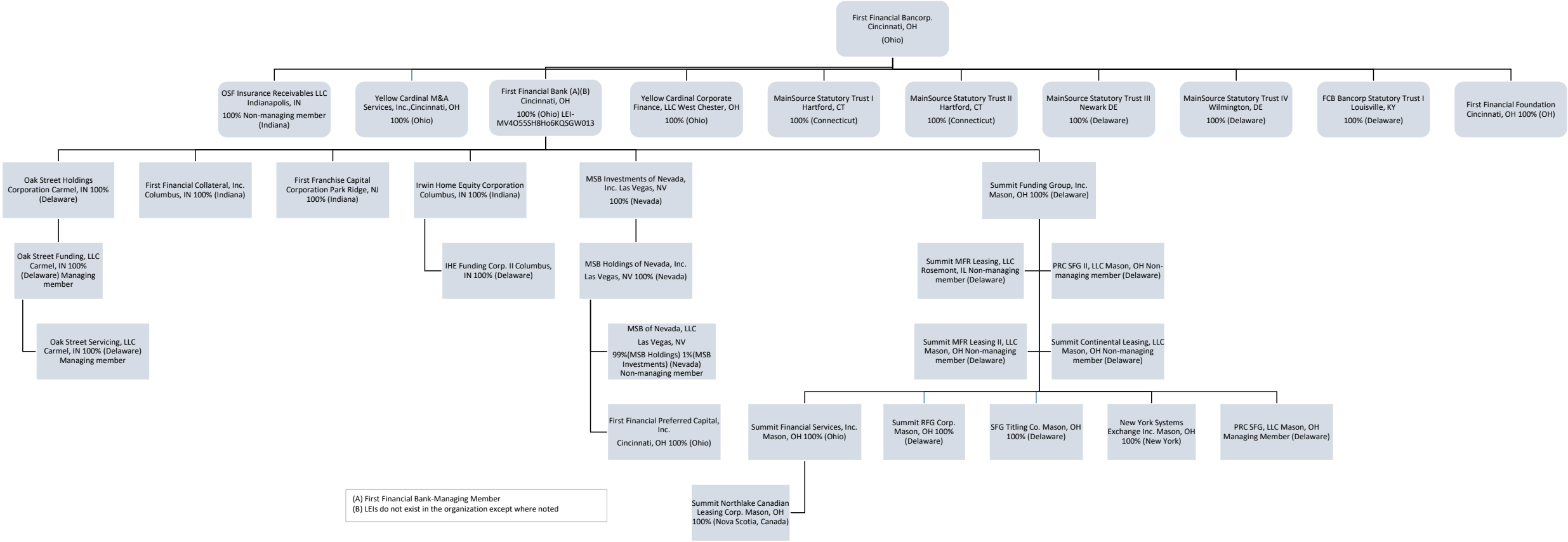
☒ Yes ☐ No (FDHC PV69)

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

Report Item 4: Insiders

☒ Yes ☐ No (FDHC PV70)

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.



Legal Name of Holding Company: First Financial Bancorp
FDHCPV71

Item 3(1)(a)	Item 3(1)(b)	Item 3(1)(c)	Item 3(1)(d)	Item 3(1)(e)	Item 3(1)(f)	Item 3(1)(g)	Item 3(1)(h)	Item 3(1)(i)	Item 3(1)(j)	Item 3(1)(k)	Item 3(1)(l)	Item 3(1)(m)
Name	City	State	Country	Country of Citizenship or Incorporation	Describe the provisions of the trust or plan	For individuals Acting in Concert, Identify Name of Individuals or Group Acting in Concert.	For Trusts, Identify each trustee or designated individual that has the power to vote	Number of Securities - Common Stock	Number of Securities - Warrants	Number of Securities - Options	Number of Securities - Other	Percent of each class of voting securities owned, controlled, or held with power to vote in the holding company
FDHCPV72	FDHCPV73	FDHCPV74	FDHCPV75	FDHCPV76	FDHCPV77	FDHCPV78	FDHCPV79	FDHCPV80	FDHCPV81	FDHCPV82	FDHCPV83	FDHCPV84
BlackRock Inc.	New York	NY	United States	United States	N/A	N/A	N/A	13,740,309	N/A	N/A	N/A	14.39%
The Vanguard Group, Inc.	Malvern	PA	United States	United States	N/A	N/A	N/A	10,892,158	N/A	N/A	N/A	11.41%
Dimensional Fund Advisors LP	Austin	TX	United States	United States	N/A	N/A	N/A	6,602,748	N/A	N/A	N/A	6.91%
State Street Corporation	Boston	MA	United States	United States	N/A	N/A	N/A	5,162,933	N/A	N/A	N/A	5.41%

Legal Name of Holding Company: First Financial Bancorp
FDHCPV71

Item 3(2)(a)	Item 3(2)(b)	Item 3(2)(c)	Item 3(2)(d)	Item 3(2)(e)	Item 3(2)(f)	Item 3(2)(g)	Item 3(2)(h)	Item 3(2)(i)	Item 3(2)(j)	Item 3(2)(k)	Item 3(2)(l)	Item 3(2)(m)
Name	City	State	Country	Country of Citizenship or Incorporation	Describe the provisions of the trust or plan	For individuals Acting in Concert, Identify Name of Individuals or Group Acting in Concert.	For Trusts, Identify each trustee or designated individual that has the power to vote	Number of Securities - Common Stock	Number of Securities - Warrants	Number of Securities - Options	Number of Securities - Other	Percent of each class of voting securities owned, controlled, or held with power to vote in the holding company
FDHCPV85	FDHCPV86	FDHCPV87	FDHCPV88	FDHCPV89	FDHCPV90	FDHCPV91	FDHCPV92	FDHCPV93	FDHCPV94	FDHCPV95	FDHCPV96	FDHCPV97
Macquarie Group Limited	Sydney	New South Wales	Australia	Australia	N/A	N/A	N/A	4,960,730	N/A	N/A	N/A	5.22%

Legal Name of Holding
Company: First Financial
Bancorp
FDHCPV98

Item 4(1)(a) Name	Item 4(1)(b) City	Item 4(1)(c) State	Item 4(1)(d) Country	Item 4(2) Principal Occupation if other than with holding company	Item 4(3)(a) Title or Position with the Holding Company	Item 4(3)(b) Percentage of each class of voting securities owned, controlled, or held with power to vote in the holding company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities)
FDHCPV99	FDHCPW00	FDHCPW01	FDHCPW02	FDHCPW03	FDHCPW04	FDHCPW05
Anne L. Arvia	Naperville	IL	United States	Principal Consultant-Cornerstone Advisors, LLC	Director	0.00%
Vincent A. Berta	Nashville	TN	United States	President & Managing Director-Covington Capital, LLC	Director	0.03%
Cynthia O. Booth	Cincinnati	OH	United States	President/CEO-Emerge Manufacturing	Director	0.04%
Archie M. Brown, Jr.	Cincinnati	OH	United States	N/A	President/CEO and Director	0.28%
Claude E. Davis	Estero	FL	United States	Partner/President-Brixy & Meyer Capital	Director	0.06%
William J. Kramer	Coldwater	OH	United States	VP/CFO/Director-Valco Industries, Inc.	Director	0.05%
Dawn C. Morris	Boca Raton	FL	United States	Founder/CEO-Growth Partners Group, LLC	Director	0.01%
Thomas M. O'Brien	Mt. Pleasant	SC	United States	Senior Partner/Chairman-Simptful Consulting	Director	0.06%
Andre T. Porter	Westfield	IN	United States	SVP/Chief Legal Officer-Midcontinent Independent System Operator, Inc.	Director	0.01%
Marybeth S. Rahe	Cincinnati	OH	United States	President/CEO/Director-Fort Washington Investment Advisors	Director	0.07%
Gary W. Warzala	Indianapolis	IN	United States	Executive Partner-Gartner Inc.	Director	0.01%
James M. Anderson	Batesville	IN	United States	N/A	Chief Financial Officer and Chief Operating Officer	0.12%
Scott T. Crawley	Cincinnati	OH	United States	N/A	Corporate Controller and PAO	0.02%
Richard S. Dennen	Indianapolis	IN	United States	N/A	Chief Corporate Banking Officer	0.07%
Gregory A. Harris	Loveland	OH	United States	N/A	President, Wealth Management and Affluent Banking	0.04%
William R. Harrod	Cincinnati	OH	United States	N/A	Chief Credit Officer	0.06%
Malcolm A. Myers	Greensburg	IN	United States	N/A	Chief Transformation Officer and Delivery Officer	0.04%
Amanda M. Neeley	Middletown	OH	United States	N/A	Executive Vice President, Chief Consumer Banking and Strategy Officer	0.05%
James R. Shank	Loveland	OH	United States	N/A	Chief Internal Auditor	0.02%
Karen B. Woods	Indianapolis	IN	United States	N/A	Executive Vice President, General Counsel and Chief Administrative Officer	0.07%
BlackRock Inc.	New York	NY	United States	Investment Advisor	N/A	14.39%
The Vanguard Group, Inc.	Malvern	PA	United States	Investment Advisor	N/A	11.41%

Legal Name of Holding
Company: First Financial
Bancorp
FDHCPV98

Item 4(1)(a)	Item 4(4)(a)	Item 4(4)(b)	Item 4(4)(c)
Name	Title or Position with direct and indirect subsidiaries	Name of direct and indirect subsidiaries in which Insider has a title or position or ownership in	Percentage of each class of voting securities owned, controlled, or held with power to vote in subsidiaries of the holding company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities)
FDHCPV99	FDHCPW06	FDHCPW07	FDHCPW08
James M. Anderson	Chief Financial Officer and Chief Operating Officer	First Financial Bank	N/A
James M. Anderson	Vice President and Treasurer	First Financial Collateral, Inc.	N/A
James M. Anderson	Director	First Financial Foundation	N/A
James M. Anderson	Chair; President and Treasurer	First Financial Preferred Capital, Inc.	N/A
James M. Anderson	Director; Vice President and Treasurer	First Franchise Capital Corporation	N/A
James M. Anderson	Director; President and Treasurer	IHE Funding Corp. II	N/A
James M. Anderson	Chairman; President and Treasurer	Irwin Home Equity Corporation	N/A
James M. Anderson	Director; VP & Treasurer	MSB Holdings of Nevada, Inc	N/A
James M. Anderson	Director; VP & Treasurer	MSB Investments of Nevada, Inc	N/A
James M. Anderson	Manager; VP & Treasurer	MSB of Nevada, LLC	N/A
James M. Anderson	CFO & COO	Oak Street Funding LLC	N/A
James M. Anderson	Director; VP & Treasurer	Oak Street Holdings Corporation	N/A
James M. Anderson	VP & Treasurer	Oak Street Servicing LLC	N/A
James M. Anderson	Manager; Treasurer	OSF Insurance Receivables, LLC	N/A
James M. Anderson	Director; VP & Treasurer	Yellow Cardinal M&A Services, Inc.	N/A
Archie M. Brown, Jr.	Chief Executive Officer	First Financial Bank	N/A
Archie M. Brown, Jr.	President and Director (Chair)	First Financial Foundation	N/A
Scott T. Crawley	Corporate Controller and Principal Accounting Officer	First Financial Bank	N/A
Richard S. Dennen	Chief Corporate Banking Officer	First Financial Bank	N/A
Richard S. Dennen	Chairman; CEO	First Franchise Capital Corporation	N/A
Richard S. Dennen	Chairman and CEO	Oak Street Funding LLC	N/A
Richard S. Dennen	Director; Chairman & CEO	Oak Street Holdings Corporation	N/A
Richard S. Dennen	Chairman & CEO	Oak Street Servicing, LLC	N/A
Richard S. Dennen	Manager; Chairman & CEO	OSF Insurance Receivables, LLC	N/A
Gregory A. Harris	President, Wealth and Affluent Banking	First Financial Bank	N/A
Gregory A. Harris	Manager	Yellow Cardinal Corporate Finance, LLC	N/A
Gregory A. Harris	Director; President	Yellow Cardinal M&A Services, Inc.	N/A
William R. Harrod	Chief Credit Officer	First Financial Bank	N/A
William R. Harrod	Director	First Franchise Capital Corporation	N/A
William R. Harrod	Director; President	First Financial Collateral, Inc.	N/A
William R. Harrod	Director	First Financial Preferred Capital, Inc	N/A
William R. Harrod	Director	MSB Holdings of Nevada, Inc	N/A
William R. Harrod	Director	MSB Investments of Nevada, Inc.	N/A
William R. Harrod	Manager	MSB of Nevada, LLC	N/A
William R. Harrod	Director	Oak Street Holdings Corporation	N/A
William R. Harrod	Manager	OSF Insurance Receivables, LLC	N/A
Malcolm A. Myers	Chief Transformation Officer and Delivery Officer	First Financial Bank	N/A
Amanda M. Neeley	Executive Vice President, Chief Consumer Banking and Strategy Officer	First Financial Bank	N/A
Amanda M. Neeley	Director	First Financial Foundation	N/A
James R. Shank	Chief Internal Auditor	First Financial Bank	N/A

Legal Name of Holding
Company: First Financial
Bancorp
FDHCPV98

Item 4(1)(a)	Item 4(4)(a)	Item 4(4)(b)	Item 4(4)(c)
Name	Title or Position with direct and indirect subsidiaries	Name of direct and indirect subsidiaries in which Insider has a title or position or ownership in	Percentage of each class of voting securities owned, controlled, or held with power to vote in subsidiaries of the holding company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities)
FDHCPV99	FDHCPW06	FDHCPW07	FDHCPW08
Karen B. Woods	Executive Vice President, General Counsel, Corporate Secretary and Chief Administrative Officer	First Financial Bank	N/A
Karen B. Woods	Secretary	First Financial Collateral, Inc.	N/A
Karen B. Woods	Director and Treasurer	First Financial Foundation	N/A
Karen B. Woods	Director and Secretary	First Financial Preferred Capital, Inc.	N/A
Karen B. Woods	Director; Secretary	IHE Funding Corp.II	N/A
Karen B. Woods	Director; Secretary	Irwin Home Equity Corporation	N/A
Karen B. Woods	Director; Secretary	Yellow Cardinal M&A Services, Inc.	N/A

Legal Name of Holding Company:
First Financial Bancorp
FDHCPV98

Item 4(1)(a) Name FDHCPV99	Item 4(5)(a) Title or Position with any other company in which the person is a director, trustee, partner, or executive officer. FDHCPW09	Item 4(5)(b) Name of any other company in which the person is a director, trustee, partner, or executive officer, or owns, controls, or holds with power to vote 25% or more or its outstanding voting securities or proportionate in a partnership. FDHCPW10	Item 4(5)(c) Percentage of each class of voting securities owned, controlled, or held with power to vote in any other company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities), or proportionate interest held in a partnership, if 25% or more FDHCPW11
Vincent A. Berta	President & Managing Director	Covington Capital, LLC	51%
Vincent A. Berta	Partner	Olde Towne Apartments, LLC	50%
Vincent A. Berta	Partner	Three Springs, LLC	33%
Vincent A. Berta	Partner	Mile High, LLC	33%
Vincent A. Berta	Tenant in common owner	Birch Run, Michigan Camping World	50%
Vincent A. Berta	Partner	Covington Oaks, LLC	50%
Cynthia O. Booth	President/CEO	Emerge Manufacturing	80%
Cynthia O. Booth	Owner	Cary Capital	100%
Cynthia O. Booth	Owner	Mercantile Capital	90%
Claude E. Davis	Partner/President	Brixey & Meyer Capital	27%
Claude E. Davis	Owner	CED Capital, LLC	100%
Claude E. Davis	Owner	Sacoma Specialty Products, LLC	50%
Claude E. Davis	Owner	Sacoma Properties, LLC	50%
Claude E. Davis	Owner/President	BMC Advisory, LLC	27%
Claude E. Davis	Owner	Washington St. Management, LLC	50%
Claude E. Davis	Owner	Rapid Prototyping and Engineering, LLC	50%
Dawn C. Morris	Founder/CEO	Growth Partners Group LLC -- 100%	100%
	Founder/CEO	Wellness2U LLC -- 100%	100%
Marybeth S. Rahe	Managing Partner	Robert L. Johnston Co, Inc.	50%
Richard S. Dennen	Owner	Acorn Funding II, LLC	100%
	Board Member	Trade Cycle Capital, LLC	73%
Malcolm A. Myers	Owner	Myers Consulting Services, LLC	100%