



First Financial Bancorp.



FFBC NASDAQ

Banks

Market Capitalization USD:

\$803.98 mm

CONCERN LEVEL: LOW

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year. 
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Claude E. Davis

Age: 51

CEO Since: 2004

	2009	2010	2011
Base Salary	\$589,039	\$643,654	\$650,000
Discretionary Bonus	\$0	\$510,000	\$340,000
Annual Cash Incentive	\$0	\$273,332	\$325,000
Benefits and Perquisites	\$80,976	\$84,165	\$94,435
TOTAL ANNUAL COMPENSATION	\$670,015	\$1,511,151	\$1,409,435
Increase in Post-Retirement Benefits	\$73,945	\$85,257	\$139,570
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$326,995	\$653,440	\$880,448
TOTAL COMPENSATION	\$1,070,955	\$2,249,848	\$2,429,453
Median of Other Named Executive Officers Total Compensation	\$523,645	\$822,861	\$1,150,495
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$268,847	\$329,207	\$704,481
TOTAL REALIZED EQUITY COMPENSATION	\$268,847	\$329,207	\$704,481

Proxy Date: 13 Apr 2012

Annual Meeting Date: 22 May 2012

Equity Reserves: 8.92%

Stock Option Run Rate:

First Financial Bancorp.

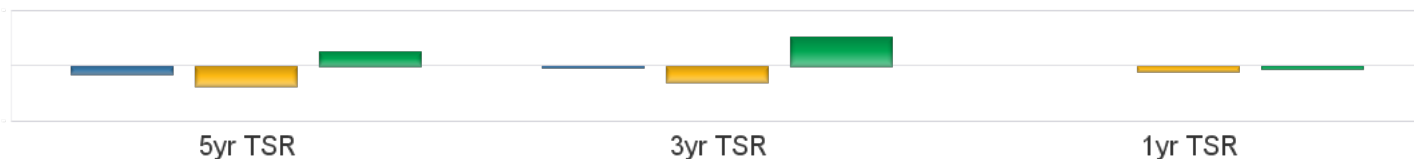
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Performance Comparison

■ S&P500 ■ Industry ■ FFBC



Peer Comparisons (TRBC) =Banks

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
FFBC	First Financial Bancorp.	\$1,070,955	\$2,249,848	\$2,429,453	\$803,978,547
HBHC	Hancock Holding Company	\$1,251,459	\$1,466,286	\$2,449,220	\$2,270,677,722
EWBC	East West Bancorp, Inc.	\$2,519,174	\$5,065,607	\$10,660,204	\$2,220,371,226
SBNY	Signature Bank	\$1,706,311			\$2,198,295,288
BKU	BankUnited, Inc.		\$2,495,698	\$2,438,781	\$2,019,008,298
CYN	City National Corporation	\$4,072,939	\$9,249,824	\$9,507,763	\$2,008,650,034
CSE	CapitalSource Inc.	\$2,700,087	\$1,301,080	\$1,301,080	\$1,981,966,703

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

1st Source Corp., First Commonwealth Financial Corp., FirstMerit Corp., First Merchants Corp., First Midwest Bancorp, Inc., MB Financial, Inc., IBERIABANK Corp., Old National Bancorp, Park National Corporation, PrivateBancorp, Inc., Prosperity Bancshares, Inc., Republic Bancorp, Inc., Sterling Financial Corporation, WesBanco, Inc., Wintrust Financial Corp., UMB Financial Corp.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Susan L. Knust	Chairman	58	Female	7	Outside
David S. Barker	Member	58	Male	2	Outside
J. Wickliffe Ach	Member	63	Male	5	Outside
William J. Kramer	Member	51	Male	7	Outside

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