CINCINNATI FINANCIAL CORP

Form 5

February 14, 2005

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer SCHIFF JOHN J JR Symbol CINCINNATI FINANCIAL CORP (Check all applicable) [CINF] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X_ Director 10% Owner _X__ Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2004 PRESIDENT & CEO 6200 SOUTH GILMORE RD (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) FAIRFIELD, OHÂ 45014-5141 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (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 7. Nature of Indirect Beneficial Ownership Transaction Acquired (A) or Ownership Security (Month/Day/Year) Execution Date, if of Securities (Instr. 3) Code Disposed of (D) Beneficially Form: (Instr. 4) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at Direct (D) end of or Indirect Issuer's (I) Fiscal Year (Instr. 4) (A) (Instr. 3 and 4) (D) Price Amount 3,876,113 Common Â Â Â Â Â D Stock (1) Common Stock $A^{(2)}$ Â 12/31/2004 12/31/2004 39 A \$0 1,389 D 401K Common Â Â Â Â Â Â 3.591.084 I **CHARITABLE** Stock (1) **LEAD**

ANNUITY

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									TRUST
Common Stock	Â	Â	Â	Â	Â	Â	102,082 (1)	I	CO. PENSION PLAN
Common Stock	Â	Â	Â	Â	Â	Â	108,809 (1)	I	CORPORATION
Common Stock	Â	Â	Â	Â	Â	Â	47,203 (1)	I	SCHIFF TRUST
Common Stock	Â	Â	Â	Â	Â	Â	536,794 (1)	I	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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 40.75	Â	Â	Â	Â	Â	01/19/2005	01/19/2014	Common Stock	52,500
Phantom Stock	\$ 0	12/31/2004	12/31/2004	A(2)	265	Â	08/08/1988	08/08/1988	Common Stock	265
Stock Option	\$ 28.3	Â	Â	Â	Â	Â	01/25/2001	01/25/2010	Common Stock	52,500
Stock Option	\$ 32.14	Â	Â	Â	Â	Â	01/27/2000	01/27/2009	Common Stock	110,25
Stock Option	\$ 32.26	Â	Â	Â	Â	Â	08/24/1999	08/24/2008	Common Stock	10,500
Stock Option	\$ 34.08	Â	Â	Â	Â	Â	02/01/2004	02/01/2013	Common Stock	52,500
Stock Option	\$ 34.46	Â	Â	Â	Â	Â	01/31/2002	01/31/2011	Common Stock	52,500

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Stock Option	\$ 36.71	Â	Â	Â	Â	Â	01/28/2003	01/28/2012	Common Stock	52,500
Stock Option	\$ 43.2	Â	Â	Â	Â	Â	01/05/1999	01/05/2008	Common Stock	110,25

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SCHIFF JOHN J JR
6200 SOUTH GILMORE RD Â X Â Â PRESIDENT & CEO Â
FAIRFIELD, OHÂ 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).
- (2) Dividend Reinvestment shares acquired through the 401K and Top Hat plans.
- (1) Share amounts have been adjusted for a 5% Stock Dividend, record date April 30, 2004, paid June 15, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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