

POPPLEWELL DAVID H
Form 4
March 11, 2013

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
POPPLEWELL DAVID H

2. Issuer Name and Ticker or Trading Symbol
CINCINNATI FINANCIAL CORP
[CINF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6200 SOUTH GILMORE RD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/08/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President - Subsidiary

FAIRFIELD, OH 45014-5141

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/08/2013		M		2,977	A	\$ 34.04
Common Stock	03/08/2013		M		1,614	A	\$ 35.63
Common Stock	03/08/2013		M		16,538	A	\$ 38.8
Common Stock	03/08/2013		M		15,750	A	\$ 41.62
Common Stock	03/08/2013		M		8,000	A	\$ 37.59
							56,797
							58,411
							74,949
							90,699
							98,699

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Common Stock	03/08/2013	M	1,906	A	\$ 26.58	100,605	D	
Common Stock	03/08/2013	F	41,393	D	\$ 46.36	59,212	D	
Common Stock						8,328 ⁽¹⁾	I	By 401(k) Plan

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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 34.04	03/08/2013		M	2,977	02/18/2012 ⁽²⁾	02/18/2021	Common Stock	2,977
Employee Stock Option (Right to Buy)	\$ 35.63	03/08/2013		M	1,614	02/17/2013 ⁽²⁾	02/17/2022	Common Stock	1,614
Employee Stock Option (Right to Buy)	\$ 38.8	03/08/2013		M	16,538	01/19/2005 ⁽²⁾	01/19/2014	Common Stock	16,538
Employee Stock Option (Right to Buy)	\$ 41.62	03/08/2013		M	15,750	01/25/2006 ⁽²⁾	01/25/2015	Common Stock	15,750

