Edgar Filing: Sewell Michael J - Form 4

| Form 4 May 03, 2013 | | | | | | | | | |
|--|---|--|--|---|---|--|--|-----------|--|
| FORM 4 | | | | | | | OMB APPROVAL | | |
| - | UNITED S | Washington, D.C. 20549 | | | | | | 3235-0287 | |
| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). StateMENT OF CHANGES IN BENEFICIAL OF SECURITIES Filed pursuant to Section 16(a) of the Securities Excha Section 17(a) of the Public Utility Holding Company Act of 1 30(h) of the Investment Company Act of 1 | | | | | | Estimated average burden hours per response 0 ge Act of 1934, of 1935 or Section | | | |
| (Print or Type Re | esponses) | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Sewell Michael J | | | 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 | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/01/2013 | | | Director 10% Owner Officer (give title Other (specify below) below) below) CFO, Sr Vice Pres & Treasurer | | | |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| FAIRFIELD, | , OH 45014 | | | | | Form filed by M Person | More than One Re | eporting | |
| (City) | (State) (Z | Zip) | Table I - Non-De | erivative S | ecurities Ac | quired, Disposed o | f, or Beneficial | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Dat any (Month/Day/Y | Code (Instr. 8) | 4. Securit onAcquired Disposed (Instr. 3, 4) Amount | (A) or of (D) 4 and 5) (A) or | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| Common Stock | | | | | | 16,501 | D | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: Sewell Michael J - Form 4

| 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. Transactic Code (Instr. 8) | 5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exer Expiration E (Month/Day | Date | 7. Title and <i>A</i> Underlying S (Instr. 3 and | Securities | 8. Pric Deriva Securi (Instr. |
|---|---|---|---|--|---|--|--------------------|--|--|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Phantom Stock Shares | \$ 0 | 05/01/2013 | | I | 1,050 | (1) | (1) | Common Stock | 1,050 | \$ 48 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|-------------------------------|-------|--|--|
| I O | Director | 10% Owner | Officer | Other | | |
| Sewell Michael J 6200 SOUTH GILMORE RD FAIRFIELD, OH 45014 | | | CFO, Sr Vice Pres & Treasurer | | | |
| Signatures | | | | | | |

| Michael J Sewell | 05/03/2013 | | |
|--|------------|--|--|
| <u>**</u> 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).

The reported phantom stock shares were acquired under the company's top hat savings plan, an "Excess Benefits Plan" within the

(1) meaning of Rule 16b-3(b)(2), and are to be settled upon the reporting person's retirement or other termination of service. The reporting person may transfer the value of his phantom stock shares into an alternative investment selection within the plan.

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