

FIRST COMMONWEALTH FINANCIAL CORP /PA/
Form 8-K
October 17, 2007

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 15, 2007

First Commonwealth Financial Corporation

(Exact name of registrant as specified in its charter)

Pennsylvania
(State or other jurisdiction of
incorporation)

001-11138
(Commission File Number)

25-1428528
(IRS Employer
Identification No.)

22 North Sixth Street, Indiana, PA
(Address of principal executive

15701
(Zip Code)

offices)

Registrant's telephone number, including area code: (724) 349-7220

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 15, 2007, the Compensation Committee of the Board of Directors of First Commonwealth Financial Corporation approved an amendment to the Change of Control Agreement between First Commonwealth and Edward J. Lipkus, III, Executive Vice President and Chief Financial Officer, providing for the payment of severance and benefits for a period of two (2) years in the event that his employment is terminated within two (2) years following a Change of Control (as defined in the Agreement) of First Commonwealth. Prior to the amendment, Mr. Lipkus would have been entitled to receive severance and benefits for a period of one (1) year following termination of his employment if such termination occurred within one (1) year following a Change of Control.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: October 17, 2007

FIRST COMMONWEALTH FINANCIAL
CORPORATION

By: /s/ JOHN J. DOLAN
John J. Dolan

President and Chief Executive Officer