

McCurdy Daniel T
Form 4
February 06, 2006

FORM 4

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

OMB APPROVAL

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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 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 *
McCurdy Daniel T

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)
01/03/2006

____ Director
____ Officer (give title below) Other (specify below)
SR. VICE PRESIDENT - / BOND & EXECUTIVE RISK

(Street)
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	01/03/2006	01/03/2006	A		10	A	\$ 45.07	26,267 ⁽¹⁾	D
Common Stock	01/12/2006	01/12/2006	M		11,831	A	\$ 18.59	38,098 ⁽¹⁾	D
Common Stock - Trust								21,878 ⁽¹⁾	D
Common Stock IRA								444 ⁽¹⁾	D
								22,984 ⁽¹⁾	I SPOUSE

Common
Stock -
Trust

Common
Stock IRA

444 ⁽¹⁾

I

SPOUSE

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

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SEC 1474
(9-02)

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	
Employee Stock Option (right to buy)	\$ 20.37					⁽²⁾ 04/05/1997	Common Stock	3,3
Employee Stock Option (right to buy)	\$ 26.95					⁽²⁾ 01/25/2010	Common Stock	16,5
Employee Stock Option (right to buy)	\$ 30.6					⁽²⁾ 01/27/1999	Common Stock	5,5
Employee Stock Option (right to buy)	\$ 30.72					⁽²⁾ 08/24/1998	Common Stock	3,3
Employee Stock Option	\$ 32.45					⁽²⁾ 02/01/2013	Common Stock	5,5

(right to buy)										
Employee Stock Option (right to buy)	\$ 32.81					(2)	01/31/2011	Common Stock	5,5	
Employee Stock Option (right to buy)	\$ 34.96					(2)	01/28/2012	Common Stock	5,5	
Employee Stock Option (right to buy)	\$ 38.8					(2)	01/19/2014	Common Stock	5,5	
Employee Stock Option (right to buy)	\$ 38.87					(2)	02/07/2008	Common Stock	6,6	
Employee Stock Option (right to buy)	\$ 41.6285					(2)	01/25/2015	Common Stock	15,7	
Employee Stock Option (right to buy)	\$ 18.59	01/12/2006	01/12/2006	M	11,831	(2)	04/06/2006	Common Stock	11,8	
Employee Stock Option (right to buy)	\$ 45.26	02/02/2006	02/02/2006	A	15,000	(2)	02/02/2016	Common Stock	15,0	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McCurdy Daniel T 6200 SOUTH GILMORE RD FAIRFIELD, OH 45014-5141			SR. VICE PRESIDENT -	BOND & EXECUTIVE RISK

Signatures

DANIEL T.
MCCURDY, JR.

02/06/2006

__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) The option is exercisable in three equal annual installments beginning on the first anniversary of the date of grant.
- (1) Share amounts and exercise prices have been adjusted for a 5% Stock Dividend, record date April 6, 2005, paid April 26, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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