

BOERSTLER BARRY L  
 Form 4  
 January 03, 2003  
 SEC Form 4

<p><b>FORM 4</b></p> <p>[X] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p>	<p><b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b>                  Washington, D.C. 20549</p> <p><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b></p> <p>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</p>	<p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287                  Expires: January 31, 2005                  Estimated average burden hours per response. . . . . 0.5</p>	
<p>1. Name and Address of Reporting Person*  <b>Boerstler, Barry L.</b></p> <p>_____                  (Last) (First)                  (Middle)  <b>38 Fountain Square Plaza</b></p> <p>_____                  (Street)  <b>Cincinnati, OH 45263</b></p> <p>_____                  (City) (State)                  (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><b>Fifth Third Bancorp                  FITB</b></p> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for Month/Day/Year</p> <p><b>01/02/2003</b></p> <p>5. If Amendment, Date of Original (Month/Day/Year)</p>	<p>6. Relationship of Reporting Person(s) to Issuer                  (Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)</p> <p>Description <b><u>Executive Vice President</u></b></p> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person</p>

**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/D	Price			
Common Stock	01/02/2003		M		4,563	A	\$15.6297	58,707	D	
Common Stock	01/02/2003		M		12,488	A	\$22.7037	71,195	D	
Common Stock	01/02/2003		M		2,712	A	\$36.8611	73,907	D	
Common Stock	01/02/2003		M		2,046	A	\$48.8750	75,953	D	
							\$			

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(DE) and Expiration Date(ED) (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4)
				Code	V	A	D	DE	ED	Title	Amount or Number of Shares		
Option to Purchase	\$15.6297	01/02/2003		M			4,563	07/18/96	07/18/06	Common Stock	4,563	\$15.6297	527,503(1)
Option to Purchase	\$22.7037	01/02/2003		M			12,488	05/08/97	05/08/07	Common Stock	12,488	\$22.7037	515,025(1)
Option to Purchase	\$36.8611	01/02/2003		M			2,712	03/17/98	03/17/08	Common Stock	2,712	\$36.8611	512,313(1)
Option to Purchase	\$48.8750	01/02/03		M			2,046	03/11/99	03/11/09	Common Stock	2,046	\$48.8750	510,267(1)

**Explanation of Responses:**

(1) Includes total number of unexercised option grants previously reported.

**By:**

/s/ Paul L. Reynolds, Attorney-in-Fact  
01/03/03

\*\* Signature of Reporting Person  
Date

SEC 1474 (9-02)

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

\* 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).  
 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.