

FORRESTER CRAIG W

Form 4

November 28, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
FORRESTER CRAIG W

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)
11/23/2005

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)
SR. VICE PRESIDENT - / INFROMAITON
TECHNOLOGY

(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
____ Form filed by More than One Reporting
Person

FAIRFIELD, OH 45014-5141

(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 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	11/23/2005	11/23/2005	A		10	\$ 44.76	25,723 ⁽¹⁾ D
Common Stock 401K							948 ⁽¹⁾ D
Common Stock							112 ⁽¹⁾ I CHILD
Common Stock							6,921 ⁽¹⁾ I SPOUSE

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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 Securities (Instr. 3 and 4)		8. F Der Sec (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 38.8					01/19/2005	01/19/2014	Common Stock	5,513	
Employee Stock Option (right to buy)	\$ 41.6285					<u>(2)</u>	01/25/2015	Common Stock	5,250	
Phantom Stock	\$ 0					08/08/1988	08/08/1988	Common Stock	806	
Stock Option	\$ 20.37					04/05/1998	04/05/2007	Common Stock	3,308	
Stock Option	\$ 26.95					01/25/2001	01/25/2010	Common Stock	11,025	
Stock Option	\$ 30.6					01/27/2000	01/27/2009	Common Stock	4,410	
Stock Option	\$ 30.72					08/24/1999	08/24/2008	Common Stock	3,308	
Stock Option	\$ 32.45					02/01/2004	02/01/2013	Common Stock	5,513	
Stock Option	\$ 32.81					01/31/2002	01/31/2011	Common Stock	4,410	

Stock Option	\$ 34.96	01/28/2003	01/28/2012	Common Stock	5,513
Stock Option	\$ 38.87	02/07/1999	02/07/2008	Common Stock	3,308

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORRESTER CRAIG W 6200 SOUTH GILMORE RD FAIRFIELD, OH 45014-5141			SR. VICE PRESIDENT -	INFROMAITON TECHNOLOGY

Signatures

CRAIG W
FORRESTER 11/28/2005

__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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