

FORRESTER CRAIG W
 Form 5
 February 06, 2006

FORM 5

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

OMB APPROVAL
 OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2005

____ Director _____ 10% Owner
 ____ Officer (give title below) Other (specify below)

SR. VICE PRESIDENT - / INFROMAITON TECHNOLOGY

6200 SOUTH GILMORE RD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

FAIRFIELD, OH 45014-5141

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	05/05/2005	05/05/2005	G	200	D	\$ 0	25,523 ⁽¹⁾	D	Â
Common Stock 401K	12/31/2005	12/31/2005	A ⁽²⁾	19	A	\$ 0	967 ⁽¹⁾	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	108 ⁽¹⁾	I	CHILD
Common Stock	Â	Â	Â	Â	Â	Â	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 2270
(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)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 38.8	Â	Â	Â	Â Â	01/19/2005	01/19/2014	Common Stock	5,513
Employee Stock Option (right to buy)	\$ 41.6285	Â	Â	Â	Â Â	Â ⁽³⁾	01/25/2015	Common Stock	5,250
Phantom Stock	\$ 0	12/31/2005	12/31/2005	A ⁽²⁾	16 Â	08/08/1988	08/08/1988	Common Stock	16
Stock Option	\$ 20.37	Â	Â	Â	Â Â	04/05/1998	04/05/2007	Common Stock	3,308
Stock Option	\$ 26.95	Â	Â	Â	Â Â	01/25/2001	01/25/2010	Common Stock	11,025
Stock Option	\$ 30.6	Â	Â	Â	Â Â	01/27/2000	01/27/2009	Common Stock	4,410
Stock Option	\$ 30.72	Â	Â	Â	Â Â	08/24/1999	08/24/2008	Common Stock	3,308
Stock Option	\$ 32.45	Â	Â	Â	Â Â	02/01/2004	02/01/2013	Common Stock	5,513
Stock Option	\$ 32.81	Â	Â	Â	Â Â	01/31/2002	01/31/2011	Common Stock	4,410
Stock Option	\$ 34.96	Â	Â	Â	Â Â	01/28/2003	01/28/2012	Common Stock	5,513

Stock Option	\$ 38.87	^	^	^	^	^	02/07/1999	02/07/2008	Common Stock	3,308
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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

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).
- (3) 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.
- (2) Dividend Reinvestment shares acquired through the 401K and Top Hat plans.

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