

CINCINNATI FINANCIAL CORP
 Form 3
 May 10, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * ^ Brown Roger A (Last) (First) (Middle) 6200 SOUTH GILMORE RD. (Street) FAIRFIELD, ^ OH ^ 45014 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 04/30/2016	3. Issuer Name and Ticker or Trading Symbol CINCINNATI FINANCIAL CORP [CINF]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Sr. Vice President-Subsidiary	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	10,024	D	^
Common Stock	9,152,961	I	By Children

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	01/31/2008 ⁽¹⁾	01/31/2017	Common Stock	400	\$ 44.79	D	Â
Employee Stock Option (Right to Buy)	01/30/2009 ⁽¹⁾	01/30/2018	Common Stock	500	\$ 39.09	D	Â
Employee Stock Option (Right to Buy)	02/19/2011 ⁽¹⁾	02/19/2020	Common Stock	2,700	\$ 26.58	D	Â
Employee Stock Option (Right to Buy)	02/18/2012 ⁽¹⁾	02/18/2021	Common Stock	2,700	\$ 34.04	D	Â
Employee Stock Option (Right to Buy)	02/17/2013 ⁽¹⁾	02/17/2022	Common Stock	1,575	\$ 35.63	D	Â
Employee Stock Option (Right to Buy)	02/15/2014 ⁽¹⁾	02/15/2023	Common Stock	1,092	\$ 44.7	D	Â
Employee Stock Option (Right to Buy)	02/14/2015 ⁽¹⁾	02/14/2024	Common Stock	936	\$ 46.81	D	Â
Employee Stock Option (Right to Buy)	02/13/2016 ⁽¹⁾	02/13/2025	Common Stock	846	\$ 52.25	D	Â
Employee Stock Option (Right to Buy)	02/12/2017 ⁽¹⁾	02/12/2026	Common Stock	1,263	\$ 61.47	D	Â
Restricted Stock Units	Â ⁽²⁾	Â ⁽²⁾	Common Stock	756	\$ 0	D	Â
Restricted Stock Units	Â ⁽³⁾	Â ⁽³⁾	Common Stock	696	\$ 0	D	Â
Restricted Stock Units	Â ⁽⁴⁾	Â ⁽⁴⁾	Common Stock	1,015	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown Roger A 6200 SOUTH GILMORE RD. FAIRFIELD,Â OHÂ 45014	Â	Â	Â Sr. Vice President-Subsidiary	Â

Signatures

/s/ Roger A. Brown 05/10/2016

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- (1) The option vests in three annual installments beginning on the first anniversary of the date of grant.
- (2) The restricted stock units vest February 17, 2017, as set forth in the grant agreement, if service requirements are met.
- (3) The restricted stock units vest February 19, 2018, as set forth in the grant agreement, if service requirements are met.
- (4) The restricted stock units vest February 19, 2019, as set forth in the grant agreement, if service requirements are met.

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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