

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person *
Doyle Donald J Jr

(Last) (First) (Middle)

6200 SOUTH GILMORE RD

(Street)

FAIRFIELD OH 45014-5141

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CINNINATI FINANCIAL CORP [CINF]
3. Date of Earliest Transaction (Month/Day/Year)
03/02/2020
4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

Director 10% Owner

☒ Officer (give title below) Other (specify below)

Sr Vice President - Subsidiary
6. Individual or Joint/Group Filing (Check Applicable Line)

☒ Form filed by One Reporting Person

Form filed by More than One Reporting Person

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	03/02/2020		M		582	A	\$0.00	28,563	D	
Common Stock	03/02/2020		M		502	A	\$0.00	29,065	D	
Common Stock	03/02/2020		M		553	A	\$0.00	29,618	D	
Common Stock	03/02/2020		M		2,489	A	\$0.00	32,107	D	
Common Stock	03/02/2020		F		792	D	\$96.88	31,315	D	
Common Stock	03/02/2020		F		175	D	\$96.88	31,140	D	
Common Stock	03/02/2020		F		171	D	\$96.88	30,969	D	
Common Stock	03/02/2020		F		150	D	\$96.88	30,819	D	
Common Stock								702	I	By Children

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Stock Units	\$0.00	03/02/2020		M		2,489	(1)	(1)	Common Stock	2,489	\$0.00	0.00	D	
Restricted Stock Units	\$0.00	03/02/2020		M		502	(2)	(2)	Common Stock	502	\$0.00	1,004	D	
Restricted Stock Units	\$0.00	03/02/2020		M		553	(3)	(3)	Common Stock	553	\$0.00	0.00	D	
Restricted Stock Units	\$0.00	03/02/2020		M		582	(4)	(4)	Common Stock	582	\$0.00	582	D	

Explanation of Responses:

1. The restricted stock units became payable March 1, 2020. The performance goals were met at target level.
2. The restricted stock units vested March 1, 2020, as set forth in the grant agreement providing for ratable vesting over a three year service period ending March 1, 2022.
3. The restricted stock units vested March 1, 2020, as set forth in the grant agreement providing for ratable vesting over a three year service period ending March 1, 2020.
4. The restricted stock units vested March 1, 2020, as set forth in the grant agreement providing for ratable vesting over a three year service period ending March 1, 2021.

Remarks:

/s/ Donald J Doyle, Jr

03/03/2020

** Signature of Reporting Person

Date

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.

