FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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 | |
|--------------------------------------|---------------------|---|--|
| 1. Name and Address of Reporting Po | erson [*] | 2. Issuer Name and Ticker or Trading Symbol CINCINNATI FINANCIAL CORP [CINF] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Vother (specify |
| (Last) (First) 6200 SOUTH GILMORE RD | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 11/24/2004 | below) PRESIDENT OF AFFILIATED CO. |
| (Street) FAIRFIELD OH (City) (State) | 45014-5141 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | Individual or Joint/Group Filing (Check Applicable Line) X 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) | Transaction Disposed Of (D) (Instr. 3, 4 and Securities Beneficially (I | | Disposed Of (D) (Instr. 3, 4 and | | | Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | (111301.44) | | | | |
| Common Stock | 11/24/2004 | 11/24/2004 | A | | 10 | A | \$43.33 | 2,862 | D | |
| Common Stock IRA | | | | | | | | 4,983 | D | |
| Common Stock - Trust | | | | | | | | 103,722 | D | |
| Common Stock 401K | | | | | | | | 797 | 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) | | ansaction of ode (Instr. Derivative | | Expiration Date | | 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 | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Phantom Stock | \$0 | | | | | | | 08/08/1988 | 08/08/1988 | Common Stock | 1,784 | | 1,784 | D | |
| Stock Option | \$15.03 | | | | | | | 02/04/1996 | 02/04/2005 | Common Stock | 697 | | 697 | D | |
| Stock Option | \$19.52 | | | | | | | 04/06/1997 | 04/06/2006 | Common Stock | 15,750 | | 15,750 | D | |
| Stock Option | \$21.39 | | | | | | | 04/05/1998 | 04/05/2007 | Common Stock | 3,150 | | 3,150 | D | |
| Stock Option | \$28.3 | | | | | | | 01/25/2001 | 01/25/2010 | Common Stock | 15,750 | | 15,750 | D | |
| Stock Option | \$32.14 | | | | | | | 01/27/2000 | 01/27/2009 | Common Stock | 15,750 | | 15,750 | D | |
| Stock Option | \$32.26 | | | | | | | 08/24/1999 | 08/24/2008 | Common Stock | 10,500 | | 10,500 | D | |
| Stock Option | \$34.08 | | | | | | | 02/01/2004 | 02/01/2013 | Common Stock | 15,750 | | 15,750 | D | |
| Stock Option | \$34.46 | | | | | | | 01/31/2002 | 01/31/2011 | Common Stock | 15,750 | | 15,750 | D | |
| Stock Option | \$36.71 | | | | | | | 01/28/2003 | 01/28/2012 | Common Stock | 15,750 | | 15,750 | D | |
| Stock Option | \$40.82 | | | | | | | 02/07/1999 | 02/07/2008 | Common Stock | 15,750 | | 15,750 | D | |
| Employee Stock Option (right to buy) | \$40.75 | | | | | | | 01/19/2005 | 01/19/2014 | Common Stock | 15,750 | | 15,750 | D | |

Explanation of Responses:

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.