SEC Form 4

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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

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

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			or Section 30(n) of the Investment Company Act of 1940			
1. Name and Addre MILLER KF	ss of Reporting Perso CNNETH S	n*	2. Issuer Name and Ticker or Trading Symbol <u>CINCINNATI FINANCIAL CORP</u> [CINF]		tionship of Reporting Per all applicable) Director	son(s) to Issuer 10% Owner
(Last) 6200 SOUTH C	(Last) (First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 01/25/2005	X	Officer (give title below) SR. VICE PRES	Other (specify below) SIDENT
(Street) FAIRFIELD (City)	OH (State)	45014-5141 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filing Form filed by One Rep Form filed by More that Person	orting 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)	Code (ransaction Disposed Of ode (Instr. 5)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock								72,940	D		
Common Stock								598	Ι	CHILDREN	
Common Stock								21,000	Ι	SPOUSE	

 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. Transa Code (8)		on of		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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$40.75							01/19/2005	01/19/2014	Common Stock	15,750		15,750	D	
Employee Stock Option (right to buy)	\$43.71	01/25/2005	01/25/2005	A		15,000		(1)	01/25/2015	Common Stock	15,000	\$0	15,000	D	
Stock Option	\$28.3							01/25/2001	01/25/2010	Common Stock	12,750		12,750	D	
Stock Option	\$32.14							01/27/2000	01/27/2009	Common Stock	4,200		4,200	D	
Stock Option	\$32.26							08/24/1999	08/24/2008	Common Stock	3,150		3,150	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	5,250		5,250	D	
Stock Option	\$36.71							01/28/2003	01/28/2012	Common Stock	5,250		5,250	D	
Stock Option	\$40.82							02/07/1999	02/07/2008	Common Stock	3,150		3,150	D	

Explanation of Responses:

1. The option is exercisable in three equal annual installments beginning on the first anniversary of the date of grant.

<u>KENNETH S MILLER</u> ** Signature of Reporting Person

01/27/2005 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.

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.