

CINCINNATI FINANCIAL CORP

Form 4/A

January 29, 2007

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
McCurdy Daniel T

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)

6200 SOUTH GILMORE RD

3. Date of Earliest Transaction
(Month/Day/Year)

11/22/2006

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

SR. VICE PRESIDENT - / BOND &
EXECUTIVE RISK

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)
01/05/2007

FAIRFIELD, OH 45014-5141

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)	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)
Common Stock	11/22/2006		A	10 A \$ 0	42,815	D	
Common Stock - Trust					21,878	D	
Common Stock IRA					444	D	
Common Stock - Trust					22,984	I	SPOUSE

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Common
Stock IRA

444

I

SPOUSE

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

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SEC 1474
(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)		8. Pri Deriv Secur (Instr	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 20.37							<u>(1)</u>	04/05/1997	Common Stock	3,308
Employee Stock Option (right to buy)	\$ 26.95							<u>(1)</u>	01/25/2010	Common Stock	16,538
Employee Stock Option (right to buy)	\$ 30.6							<u>(1)</u>	01/27/1999	Common Stock	5,513
Employee Stock Option (right to buy)	\$ 30.72							<u>(1)</u>	08/24/1998	Common Stock	3,308
Employee Stock Option	\$ 32.45							<u>(1)</u>	02/01/2013	Common Stock	5,513

(right to
buy)

Employee
Stock

Option \$ 32.81

(right to
buy)

(1)

01/31/2011

Common
Stock

5,513

Employee
Stock

Option \$ 34.96

(right to
buy)

(1)

01/28/2012

Common
Stock

5,513

Employee
Stock

Option \$ 38.8

(right to
buy)

(1)

01/19/2014

Common
Stock

5,513

Employee
Stock

Option \$ 38.87

(right to
buy)

(1)

02/07/2008

Common
Stock

6,615

Employee
Stock

Option \$ 41.6285

(right to
buy)

(1)

01/25/2015

Common
Stock

15,750

Employee
Stock

Option \$ 45.26

(right to
buy)

(1)

02/02/2016

Common
Stock

15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McCurdy Daniel T 6200 SOUTH GILMORE RD FAIRFIELD, OH 45014-5141			SR. VICE PRESIDENT -	BOND & EXECUTIVE RISK

Signatures

DANIEL T.
MCCURDY, JR.

01/29/2007

 **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).

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

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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