

FIFTH THIRD BANCORP
Form 3
June 26, 2007

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Tuuk Mary E		(Month/Day/Year)	FIFTH THIRD BANCORP [FITB]	
(Last)	(First)	(Middle)	06/19/2007	
38 FOUNTAIN SQUARE PLAZA			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
CINCINNATI, OH 45263			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			EVP & Chief Risk Officer	
			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	

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	4,082 ⁽¹⁾	D	Â
Common Stock	1,919.6897	I	by 401(K)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
--	--	---	------------------------------------	---------------------------------	---

Edgar Filing: FIFTH THIRD BANCORP - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Option to Purchase	04/05/2001 ⁽²⁾	04/05/2011	Common Stock	3,000	\$ 50.8125	D	Â
Option to Purchase	04/22/2002 ⁽²⁾	04/22/2012	Common Stock	3,000	\$ 68.01	D	Â
Option to Purchase	03/28/2003 ⁽³⁾	03/28/2013	Common Stock	4,500	\$ 51.46	D	Â
Stock Appreciation Right	04/19/2008	04/19/2014	Common Stock	6,000	\$ 54.4	D	Â
Stock Appreciation Right	04/08/2005 ⁽⁴⁾	04/08/2015	Common Stock	7,875	\$ 42.9	D	Â
Stock Appreciation Right	04/07/2006 ⁽⁴⁾	04/07/2016	Common Stock	11,475	\$ 39.36	D	Â
Stock Appreciation Right	04/09/2007 ⁽⁴⁾	04/09/2017	Common Stock	9,000	\$ 38.27	D	Â
Phantom Stock ⁽⁵⁾	Â ⁽⁶⁾	Â ⁽⁶⁾	Common Stock	80.7442	\$ ⁽⁶⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tuuk Mary E 38 FOUNTAIN SQUARE PLAZA CINCINNATI, OH 45263	Â	Â	Â EVP & Chief Risk Officer	Â

Signatures

Paul L. Reynolds, as Attorney-in-Fact for Mary E. Tuuk 06/26/2007

 **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).

- Restricted stock granted pursuant to Fifth Third Bancorp Incentive Compensation Plan subject to vesting as follows: 551 shares on 4/19/2008, 795 shares on 4/8/2009, 324 shares on 4/7/2009, 324 shares on 4/7/2010, 324 shares on 4/7/2011, 588 shares on 4/9/2010, 588 shares on 4/9/2011 and 588 shares on 4/9/2012.
- (1) Indicates grant date. Options are exercisable as follows: 25% 6 months from grant date; 50% one year from grant; 75% two years from grant; and 100% three years from grant.
 - (2) Indicates grant date. Options are exercisable as follows: 25% one year from grant; 50% two years from grant; 75% three years from grant; and 100% four years from grant.

Edgar Filing: FIFTH THIRD BANCORP - Form 3

- (4) Indicates grant date. SARs are exercisable as follows: 25% one year from grant; 50% two years from grant; 75% three years from grant; and 100% four years from grant.
- (5) Acquired pursuant to The Fifth Third Bancorp Non Qualified Deferred Compensation Plan.
- (6) The units are to be settled in Fifth Third Bancorp common stock on a 1-for-1 basis after termination of employment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.