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Deal Overview

Buyer:	First Financial Bancorp.	Agreement Date:	8/17/1993
Actual Acquirer:	First Financial Bancorp.	Announcement Date:	8/17/1993
Target:	Highland Federal Savings Bank	Announced Deal Value (\$	8.70
Deal Type:	Bank & Thrift Company	M):	
		Status:	Completed
		Completion Date:	2/1/1994
		Announced Deal Value Per	49.57
		Share (\$)	

Consideration Breakout

Common Stock (\$M)	9.5
Common Stock Issued	198,386

Deal Pricing Ratios

	Announcement	Completion
Price / Book (%)	155.7	168.1
Price / Tangible Book (%)	155.7	168.1
Price / Earnings (x)	17.5	20.9
Price / Deposits (%)	20.60	21.91
Price / Assets (%)	16.51	17.63
Tangible Book Premium/ Deposits (%)	7.83	9.56

Deal Terms

Description of Consideration

Highland Federal shareholders received 1.048 shares of First Financial common stock.

Accounting Method	Pooling of Interests
In-State Transaction?	Yes
Merger of Equals?	No
Geographic Expansion?	In Market
Goodwill Generated (\$ 000)	0
Estimated Cost Savings (%)	NA
Estimated Cost Savings (\$ 000)	NA
Est. Restructuring Charges (\$ 000)	NA
Maximum Termination Fee (\$ 000)	NA
Minimum Termination Fee (\$ 000)	NA
Exchange Ratio (Common For Common)	1.048000
Exchange Ratio (Common For Preferred)	NA
Exchange Ratio (Preferred For Common)	NA
Exchange Ratio (Preferred For Preferred)	NA
Lockup Agreement	No
Strike Price (\$)	NA
% of Shares Outstanding	NA

Shares Under Option	NA
Core Deposit Intangibles (\$ 000)	0

Deal Advisers

Financial Advisers

Party Advised	Adviser Hired?	Firm Name
Buyer	No	NA
Seller	Yes	KeyBanc Capital Markets Inc.

Legal Counsel

Party Advised	Adviser Hired?	Firm Name
Buyer	Yes	Parrish Fryman Marcum
Seller	Yes	Vorys Sater Seymour and Pease