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Deal Overview

Buyer:	First Financial Bancorp.	Agreement Date:	12/17/1998
Actual Acquirer:	First Financial Bancorp.	Announcement Date:	12/17/1998
Target:	Sand Ridge Financial Corp.	Announced Deal Value (\$ M):	140.70
Deal Type:	Bank & Thrift Company	Status:	Completed
		Completion Date:	6/1/1999
		Announced Deal Value Per Share (\$)	2,344.38

Consideration Breakout

Common Stock (\$M)	121.5
Common Stock Issued	5,115,000

Deal Pricing Ratios

	Announcement	Completion
Price / Book (%)	330.6	272.8
Price / Tangible Book (%)	330.6	272.8
Price / Earnings (x)	24.6	22.3
Price / Deposits (%)	32.99	27.29
Price / Assets (%)	27.92	22.06
Tangible Book Premium/ Deposits (%)	25.40	19.08

Deal Terms

Description of Consideration

Sand Ridge shareholders received 85.25 shares of First Financial common stock for each share held. Deal terms could hav been revised if First Financial's price had fallen below \$23.27 and underperformed a peer index.

Accounting Method	Pooling of Interests
In-State Transaction?	No
Merger of Equals?	No
Geographic Expansion?	Market Expansion
Goodwill Generated (\$ 000)	0
Estimated Cost Savings (%)	NA
Estimated Cost Savings (\$ 000)	NA
Est. Restructuring Charges (\$ 000)	NA
Maximum Termination Fee (\$ 000)	0
Minimum Termination Fee (\$ 000)	NA
Exchange Ratio (Common For Common)	85.250000
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	Hovde Financial Inc.

Legal Counsel

Party Advised	Adviser Hired?	Firm Name
Buyer	Yes	Frost Brown Todd LLC
Seller	Yes	Barnes & Thornburg LLP