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CINCINNATI FINANCIAL CORP
Form 13F-HR/A
August 21, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2012

Check here if Amendment [X]; Amendment Number: 1

This Amendment (Check only one.): [X] is a restatement
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Cincinnati Financial Corporation
Address: 6200 South Gilmore Road
Fairfield, Ohio 45014

13F File Number: 028-10798

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing the Report on Behalf of Reporting Manager:

Name: Martin F. Hollenbeck
Title: Chief Investment Officer
Phone: (513) 870-2000

Signature, Place and Date of Signing:

/s/ Martin F. Hollenbeck Fairfield, Ohio August 20, 2012

Report Type (Check only one.):

- [] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [X] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of other Managers Reporting for this Manager:

No.	File No.	Name
01	28-10753	The Cincinnati Insurance Company
02	28-10754	The Cincinnati Life Insurance Company
03	28-10755	The Cincinnati Casualty Company
04	28-10756	The Cincinnati Indemnity Company

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05 28-12741 The Cincinnati Specialty Underwriters Insurance Company
 06 28-14579 CSU Producer Resources, Inc.

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers	0	
Form 13F Information Table Entry Total:	67	
Form 13F Information Table Value Total	875,982	
		(thousands)

List of Other Included Managers: None

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	Column 2 Title of Class	Column 3 Cusip	Column 4 FMV (000)	Column 5 Shares/Principal	SH/PRN	Col Inves
3M CO	COM	88579Y101	16,934	189,000	SH	S
ABBOTT LABORATORIES	COM	002824100	14,042	217,800	SH	S
AGL RESOURCES INC	COM	001204106	24,645	635,997	SH	S
AMERIGAS PARTNERS-LP	COM	030975106	322	7,900	SH	S
AT&T INC	COM	00206R102	19,328	542,000	SH	S
AUTOMATIC DATA PROCESSING	COM	053015103	5,566	100,000	SH	S
BAXTER INTERNATIONAL INC	COM	071813109	12,490	235,000	SH	S
BLACKROCK INC	COM	09247X101	5,944	35,000	SH	S
BOARDWALK PIPELINE PARTNERS	COM	096627104	1,045	37,838	SH	S
BUCKEYE PARTNERS LP	COM	118230101	2,045	39,201	SH	S
CHEVRON CORP	COM	166764100	25,320	240,000	SH	S
CHUBB CORP	COM	171232101	5,019	68,923	SH	S
CISCO SYSTEMS INC	COM	17275R102	30,640	1,784,500	SH	S
CONOCOPHILLIPS	COM	20825C104	5,588	100,000	SH	S
COPANO ENERGY LLC-UNITS	COM	217202100	917	32,993	SH	S
DCP MIDSTREAM PARTNERS LP	COM	23311P100	742	17,600	SH	S
DOVER CORP	COM	260003108	42,716	796,800	SH	S
DUKE ENERGY CORP	COM	26441C105	19,739	856,000	SH	S
EL PASO PIPELINE PARTNERS LP	COM	283702108	1,825	53,980	SH	S
EMERSON ELECTRIC CO	COM	291011104	12,663	271,845	SH	S
ENBRIDGE ENERGY PARTNERS LP	COM	29250R106	2,716	88,279	SH	S
ENERGY TRANSFER EQUITY LP	COM	29273V100	2,821	68,774	SH	S
ENERGY TRANSFER PARTNERS LP	COM	29273R109	3,595	81,355	SH	S
ENTERPRISE PRODUCTS PARTNERS	COM	293792107	13,239	258,365	SH	S
GENERAL MILLS INC	COM	370334104	15,956	414,000	SH	S
GENUINE PARTS CO	COM	372460105	49,586	823,000	SH	S
HASBRO INC	COM	418056107	8,827	260,600	SH	S
HONEYWELL INTERNATIONAL INC	COM	438516106	52,908	947,500	SH	S
INERGY LP	COM	456615103	938	50,355	SH	S
INTEL CORP	COM	458140100	18,141	680,700	SH	S
INTL BUSINESS MACHINES CORP	COM	459200101	33,249	170,000	SH	S

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JOHNSON & JOHNSON	COM	478160104	20,268	300,000	SH	S
JP MORGAN CHASE	COM	46625H100	2,144	60,000	SH	S
KINDER MORGAN ENERGY PRTRNS	COM	494550106	7,830	99,641	SH	S
LEGGETT & PLATT INC	COM	524660107	2,007	95,000	SH	S
LINEAR TECHNOLOGY CORP	COM	535678106	24,882	794,200	SH	S
LINN ENERGY LLC-UNITS	COM	536020100	3,515	92,265	SH	S
MAGELLAN MIDSTREAM PARTNERS	COM	559080106	3,751	53,102	SH	S
MARKWEST ENERGY PARTNERS LP	COM	570759100	2,195	44,515	SH	S
MCDONALD'S CORP	COM	580135101	39,629	447,638	SH	S
MEDTRONIC INC	NOTE	585055AM8	2,356	2,350,000	PRN	S
MEDTRONIC INC	NOTE	585055AK2	1,905	1,900,000	PRN	S
MERIDIAN BIOSCIENCE INC	COM	589584101	15,959	780,000	SH	S
MICROCHIP TECHNOLOGY INC	COM	595017104	20,179	610,000	SH	S
MICROSOFT CORP	COM	594918104	28,296	925,000	SH	S
NORFOLK SOUTHERN CORP	COM	655844108	15,603	217,409	SH	S
NUSTAR ENERGY LP	COM	67058H102	1,457	27,030	SH	S
ONEOK PARTNERS LP	COM	68268N103	3,146	58,531	SH	S
PAYCHEX INC	COM	704326107	25,128	800,000	SH	S
PEPSICO INC	COM	713448108	53,666	759,500	SH	S
PFIZER INC	COM	717081103	9,062	394,000	SH	S
PLAINS ALL AMER PIPELINE LP	COM	726503105	5,649	69,909	SH	S
PRAXAIR INC	COM	74005P104	12,286	113,000	SH	S
PROCTER & GAMBLE CO/THE	COM	742718109	3,056	49,900	SH	S
REGENCY ENERGY PARTNERS LP	COM	75885Y107	1,440	60,585	SH	S
RPM INTERNATIONAL INC	COM	749685103	22,433	824,725	SH	S
SPECTRA ENERGY CORP	COM	847560109	7,727	265,900	SH	S
SUBURBAN PROPANE PARTNERS LP	COM	864482104	575	13,928	SH	S
SUNOCO LOGISTICS PARTNERS LP	COM	86764L108	1,168	32,216	SH	S
TARGA RESOURCES PARTNERS LP	COM	87611X105	1,247	34,979	SH	S
TC PIPELINES LP	COM	87233Q108	306	7,100	SH	S
UNITED TECHNOLOGIES CORP	COM	913017109	1,586	21,000	SH	S
US BANCORP	COM	902973304	4,342	135,000	SH	S
VERIZON COMMUNICATIONS INC	COM	92343V104	30,339	682,700	SH	S
WAL-MART STORES INC	COM	931142103	48,209	691,464	SH	S
WESTERN GAS PARTNERS LP	COM	958254104	995	22,812	SH	S
WILLIAMS PARTNERS LP	COM	96950F104	2,140	40,973	SH	S
			875,982			