Edgar Filing: FIFTH THIRD BANCORP - Form 4

FIFTH THI Form 4 October 04,	RD BANCORP 2005										
FORM	ЛЛ								PPROVAL		
	UNITED	STATES S		RITIES A			COMMISSIO	N OMB Number:	3235-0287	7	
Check t if no lor	nger							Expires:	January 31 2005		
subject to Section 16.				NGES IN SECUF		Estimated	Estimated average burden hours per				
Form 4 Form 5			4 : 1	1(a) = f d b	C	tion Errohan		response	. 0.5	5	
obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17((a) of the Pu	ublic U	Itility Hol	ding Cor		nge Act of 1934, of 1935 or Secti 940				
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> POSTON DANIEL T			2. Issue Symbol	er Name an o	d Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer				
			FIFTH	THIRD H	BANCO	RP [FITB]	(Check all applicable)				
(Last)(First)(Middle)38 FOUNTAIN SQUARE PLAZA			3. Date of Earliest Transaction (Month/Day/Year) 09/30/2005				Director 10% Owner X Officer (give title Other (specify below) EVP & Auditor				
			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
				onth/Day/Yea	-		Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
							Person				
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution D any	Date, if	3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)(A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Reminder: Re	port on a separate line	e for each clas	ss of sec	urities benef	ficially ow	ned directly o	or indirectly.				
							pond to the colle		SEC 1474		

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	,	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				D
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock (1)	<u>(2)</u>	09/30/2005		А		15.4466		(2)	(2)	Common Stock	15.4466

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
POSTON DANIEL T 38 FOUNTAIN SQUARE PLAZA CINCINNATI, OH 45263			EVP & Auditor					
Signatures								
Paul L. Reynolds, as Attorney-in-Fa Poston	niel T.	10/04/2005						
**Signature of Reporting Pers		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) Acquired pursuant to The Fifth Third Bancorp Non Qualified Deferred Compensation Plan.

(2) 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.