DEBRUNNER DAVID J

Form 4

April 08, 2003

SEC Form 4

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. 0.5

1. Name and Address of Reporting Person* DeBrunner, David J.

(First)

(Last) (Middle)

38 Fountain Square Plaza

(Street) Cincinnati, OH 45263

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Fifth Third Bancorp **FITB**

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for (Month/Day/Year

03/28/2003

5. If Amendment, Date of Original (Month/Day/Year)

04/01/2003

6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director _ 10% Owner X Officer (give title below) _ Other (specify below)

Description Vice President & Controller

- 7. Individual or Joint/Group Filing (Check Applicable Line)
- X Form filed by One Reporting Form filed by More than One

Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2.Transaction 5. Amount of 1. Title of 2A. Deemed 3. 4. Securities Acquired 6. Owner-7. Nature of Security Execution Date, if Transaction (A) or Disposed Of (D) Securities ship Indirect Date (Month/Day/Year) (Instr. 3, 4, and 5) Beneficially Form: Beneficial (Instr. Code 3) (Month/Day/Year) (Instr. Owned Direct Ownership 8) Following (D) Reported (Instr. 4) Transaction(s) Indirect (Instr. 3 and Code ٧ A/D Price Amount 4) (Instr. 4)

			Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Transaction Code (Instr.8)	5. Number of nDerivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. N E S E C F F				

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			Code	٧	A	D	DE	ED	Title	Amount or Number of Shares		
Option to Purchase	\$51.46	03/28/2003	Α		10,000		03/28/2003(1)	03/28/2013	Common Stock	10,000	0(2)	

Explanation of Responses:

- 1) Indicates grant date. Options are exercisable as follows: 25% one year from grant date; 50% two years from grant; 75% three years from grant and 100% four years from grant.
- (2) Issued pursuant to Fifth Third Bancorp 1998 Long-Term Incentive Stock Plan. No consideration paid.
- (3) Includes total number of unexercised option grants previously reported.

By: Date:

/s/ Paul L. Reynolds 04/08/2003

Attorney-in-Fact for David J. DeBrunner

** Signature of Reporting Person SEC 1474 (9-02)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

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.