POSTON DANIEL T Form 4

March 10, 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*

Poston, Daniel T.

(Last) (First)
(Middle)

(Middle)
38 Fountain Square Plaza

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

03/07/2003

5. If Amendment, Date of Original (Month/Day/Year) 6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Description Senior VP and Auditor

- 7. Individual or Joint/Group Filing (Check Applicable Line)
- X Form filed by One Reporting Person_ 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 Price (Instr. 3 and Code ٧ A/D Amount 4) (Instr. 4)

			Tab				Disposed of, or Benefins, convertible securi	•		
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. Transactio Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)	Exercisab and Expirati Date(ED)	7. Title and Amount etDE) Underlying pSecurities (Instr. 3 and 4) Day/Year)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4)	10. Ow shi Fo De ativ Se Dir or

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				Code	V	A	D	DE	ED	Title	Amount or Number of Shares			Indi
Phantom Stock(1)	1-for-1	03/07/2003	n/a	Α		9.8934		(2)	(2)	Common Stock	9.8934	\$50.62	396.8119	

Explanation of Responses:

- (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 after termination of employment

By:

Date:

/s/ Paul L. Reynolds, Attorney-in-Fact

03/10/2003

** 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.