

FIRST COMMONWEALTH FINANCIAL CORP /PA/  
Form 8-K  
December 12, 2003

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 5, 2003

First Commonwealth Financial Corporation

(Exact name of registrant as specified in its charter)

Pennsylvania

(State or other  
jurisdiction  
of incorporation)

0-11242

(Commission  
File Number)

25-1428528

(IRS Employer  
Identification Number)

22 N. Sixth Street, Indiana, PA

(Address of Principal Executive Offices)

15701

(Zip Code)

Registrant's telephone number, including area code: (724) 349-7220

**Item 2. Acquisition or Disposition of Assets**

On December 5, 2003 the registrant acquired Pittsburgh Financial Corp. ("PFC"), headquartered in Wexford, PA. Pittsburgh Financial Corp. is the parent company of BankPittsburgh, a state chartered stock savings bank also headquartered in Wexford, PA.

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The merger was consummated pursuant to the Plan of Acquisition dated August 8, 2003, between the registrant and Pittsburgh Financial Corp., which was approved by the shareholders of PFC at a special meeting held December 5, 2003. For further information concerning the transaction, reference is made to the registrant's Registration Statement on Form S-4 (File No. 333-109292) which is incorporated herein by reference.

Under the terms of the Merger Agreement, the shareholders of Pittsburgh Financial Corp. can elect to receive \$20.00 in cash or 1.387 shares of the registrant's common stock for each PFC share owned (subject to proration, if necessary, to ensure 40% of the aggregate merger consideration will be paid in cash and 60% in First Commonwealth common stock).

**Item 7(c) Exhibits**

Exhibit 99      Press Release dated December 5, 2003

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: December 12, 2003

FIRST COMMONWEALTH FINANCIAL CORPORATION

By: /S/ JOHN J. DOLAN  
John J. Dolan  
Executive Vice President and  
Chief Financial Officer