

FIRST FINANCIAL CORP /IN/
Form 8-K
July 27, 2009

**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): July 21, 2009

FIRST FINANCIAL CORPORATION

(Exact name of registrant as specified in its charter)

Indiana

000-16759

35-1546989

(State or other jurisdiction
of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**One First Financial Plaza
Terre Haute, Indiana**

47807

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(812) 238-6000**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On July 21, 2009, the Board of Directors of First Financial Corporation (the Corporation) adopted an amendment to the Code of By-Laws of the Corporation. The amendment, which adds a new Section 11 to Article IV of the Code of By-Laws expressly elects for the Corporation to not be governed by Indiana Code § 23-1-33-6(c). This newly adopted provision of the Indiana Code would otherwise require the Corporation to stagger the terms of its directors in a certain manner.

Item 9.01. Financial Statements and Exhibits.

(a) (c)

Not applicable.

(d) Exhibits.

3(ii) Code of By-Laws of First Financial Corporation, as amended July 21, 2009.

SIGNATURE

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 hereunto duly authorized.

Date: July 24, 2009

FIRST FINANCIAL CORPORATION

By: /s/ Norman L. Lowery
Norman L. Lowery
*Vice Chairman and Chief Executive
Officer*

EXHIBIT INDEX

| <i>Exhibit Number</i> | <i>Description</i> |
|---------------------------|---|
| 3(ii) | Code of By-Laws of First Financial Corporation, as amended July 21, 2009. |