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FIRST COMMONWEALTH FINANCIAL CORP /PA/
Form 13F-HR
November 06, 2008

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2008

Check here if Amendment : Amendment Number:

This Amendment (Check only one): is a restatement
 adds new holdings entries

Institutional Investment Manager Filing this Report:

Name: First Commonwealth Financial Corporation
Address: 22 North Sixth Street
Indiana, PA, 15701

Form 13F File Number: 28-05151

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Edward J. Lipkus, III
Title: Executive Vice President and Chief Financial Officer
Phone: (724) 463-4724

Signature, Place, and Date of Signing:

/s/ Edward J. Lipkus, III

Edward J. Lipkus, III, Indiana, PA, November 5, 2008

Report Type(check only one):

- 13F HOLDINGS REPORT (Check here if all holdings of this reporting manager are reported in this report)
- 13F NOTICE (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s))
- 13F COMBINATION REPORT (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 208

Form 13F Information Table Value Total: \$114,850 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

Number: 1

Form 13F File Number: 28-11893

Name:

FORM 13F INFORMATION TABLE

COLUMN 1	COL 2	COL 3	COL 4	COLUMN 5	COL 6	COL 7	
ISSUER	TITLE OF CLASS	CUSIP	MARKET VALUE (X\$1000)	SHS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS
3M CO	COMMONMON	88579Y101	214	3,140 SH		DEFINED	1
3M CO	COMMON	88579Y101	593	8,685 SH		OTHER	1
ABBOTT LABS	COMMON	002824100	1,243	21,594 SH		DEFINED	1
ABBOTT LABS	COMMON	002824100	50	867 SH		OTHER	1
ADOBE SYS INC	COMMON	00724F101	798	20,211 SH		DEFINED	1
ADOBE SYS INC	COMMON	00724F101	19	482 SH		OTHER	1
AIR PRODS & CHEMS INC	COMMON	009158106	542	7,915 SH		DEFINED	1
AIR PRODS & CHEMS INC	COMMON	009158106	20	296 SH		OTHER	1
ALLSTATE CORP	COMMON	020002101	177	3,846 SH		DEFINED	1
ALLSTATE CORP	COMMON	020002101	301	6,529 SH		OTHER	1
ALTRIA GROUP INC	COMMON	02209S103	64	3,202 SH		DEFINED	1
ALTRIA GROUP INC	COMMON	02209S103	617	31,115 SH		OTHER	1
ANHEUSER BUSCH COS INC	COMMON	035229103	8	117 SH		DEFINED	1
ANHEUSER BUSCH COS INC	COMMON	035229103	324	5,000 SH		OTHER	1
APACHE CORP	COMMON	037411105	977	9,369 SH		DEFINED	1
APACHE CORP	COMMON	037411105	98	937 SH		OTHER	1
APPLE INC	COMMON	037833100	634	5,579 SH		DEFINED	1
APPLE INC	COMMON	037833100	21	185 SH		OTHER	1
AT&T INC	COMMON	00206R102	1,817	65,075 SH		DEFINED	1
AT&T INC	COMMON	00206R102	229	8,194 SH		OTHER	1
AUTODESK INC	COMMON	052769106	515	15,363 SH		DEFINED	1
AUTODESK INC	COMMON	052769106	24	705 SH		OTHER	1
BANK OF AMERICA CORPORATION	COMMON	060505104	42	1,194 SH		DEFINED	1
BANK OF AMERICA CORPORATION	COMMON	060505104	219	6,257 SH		OTHER	1
BANK OF NEW YORK MELLON CORP	COMMON	064058100	317	9,719 SH		DEFINED	1
BANK OF NEW YORK MELLON CORP	COMMON	064058100	125	3,822 SH		OTHER	1

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BECTON DICKINSON & CO	COMMON	075887109	1,031	12,845	SH	DEFINED	1
BECTON DICKINSON & CO	COMMON	075887109	80	993	SH	OTHER	1
BERKSHIRE SECURITIES	COMMON	084991868	1,412	6,140	SH	DEFINED	1
BERKSHIRE SECURITIES	COMMON	084991868	414	1,800	SH	OTHER	1
BOEING CO	COMMON	097023105	34	588	SH	DEFINED	1
BOEING CO	COMMON	097023105	217	3,786	SH	OTHER	1
BP PLC	COMMON	055622104	305	6,083	SH	DEFINED	1
BP PLC	COMMON	055622104	331	6,592	SH	OTHER	1
BUNGE LIMITED	COMMON	G16962105	452	7,151	SH	DEFINED	1
BUNGE LIMITED	COMMON	G16962105	16	250	SH	OTHER	1
BURLINGTON NORTHN SANTA FE C	COMMON	12189T104	275	2,970	SH	DEFINED	1
CHEVRON CORP NEW	COMMON	166764100	1,325	16,067	SH	DEFINED	1
CHEVRON CORP NEW	COMMON	166764100	535	6,492	SH	OTHER	1
CISCO SYS INC	COMMON	17275R102	1,067	47,308	SH	DEFINED	1
CISCO SYS INC	COMMON	17275R102	215	9,533	SH	OTHER	1
CITIGROUP INC	COMMON	172967101	350	17,060	SH	DEFINED	1
CITIGROUP INC	COMMON	172967101	54	2,617	SH	OTHER	1
CNB FINL CORP PA	COMMON	126128107	256	23,400	SH	DEFINED	1
CONOCOPHILLIPS	COMMON	20825C104	758	10,350	SH	DEFINED	1
CONOCOPHILLIPS	COMMON	20825C104	168	2,300	SH	OTHER	1
CORNING INC	COMMON	219350105	247	15,809	SH	DEFINED	1
CORNING INC	COMMON	219350105	39	2,512	SH	OTHER	1
CVS CAREMARK CORPORATION	COMMON	126650100	717	21,290	SH	DEFINED	1
CVS CAREMARK CORPORATION	COMMON	126650100	38	1,136	SH	OTHER	1
DISNEY WALT CO	COMMON	254687106	1,054	34,328	SH	DEFINED	1
DISNEY WALT CO	COMMON	254687106	45	1,470	SH	OTHER	1
DOMINION RES INC VA NEW	COMMON	25746U109	791	18,499	SH	DEFINED	1
DOMINION RES INC VA NEW	COMMON	25746U109	137	3,204	SH	OTHER	1
DU PONT E I DE NEMOURS & CO	COMMON	263534109	282	7,004	SH	DEFINED	1
DU PONT E I DE NEMOURS & CO	COMMON	263534109	86	2,142	SH	OTHER	1
EASTMAN CHEM CO	COMMON	277432100	547	9,928	SH	DEFINED	1
EASTMAN CHEM CO	COMMON	277432100	38	686	SH	OTHER	1
EBAY INC	COMMON	278642103	298	13,302	SH	DEFINED	1
EBAY INC	COMMON	278642103	7	300	SH	OTHER	1
EDISON INTL	COMMON	281020107	458	11,487	SH	DEFINED	1
EDISON INTL	COMMON	281020107	11	280	SH	OTHER	1
EMBRYO DEV CORP	COMMON	290818103	--	15,000	SH	DEFINED	1
EMERSON ELEC CO	COMMON	291011104	62	1,520	SH	DEFINED	1
EMERSON ELEC CO	COMMON	291011104	698	17,110	SH	OTHER	1
ESB FINANCIAL CORP	COMMON	26884F102	118	12,510	SH	DEFINED	1
EXELON CORP	COMMON	30161N101	128	2,042	SH	DEFINED	1
EXELON CORP	COMMON	30161N101	89	1,416	SH	OTHER	1
EXXON MOBIL CORP	COMMON	30231G102	3,575	46,036	SH	DEFINED	1
EXXON MOBIL CORP	COMMON	30231G102	2,081	26,797	SH	OTHER	1
FIRST COMWLTH FINL CORP PA	COMMON	319829107	14,933	1,108,615	SH	DEFINED	1
FIRST COMWLTH FINL CORP PA	COMMON	319829107	401	29,778	SH	OTHER	1
FIRSTMERIT CORP	COMMON	337915102	210	10,000	SH	DEFINED	1
FNB CORP PA	COMMON	302520101	163	10,224	SH	DEFINED	1
FNB CORP PA	COMMON	302520101	1	43	SH	OTHER	1
FRANKLIN RES INC	COMMON	354613101	510	5,788	SH	DEFINED	1
FRANKLIN RES INC	COMMON	354613101	15	175	SH	OTHER	1
GATEWAY BANK OF PENNSYLVANIA	COMMON	869099101	50	5,000	SH	DEFINED	1
GENERAL ELECTRIC CO	COMMON	369604103	1,515	59,409	SH	DEFINED	1
GENERAL ELECTRIC CO	COMMON	369604103	3,209	125,848	SH	OTHER	1
GENZYME CORP	COMMON	372917104	458	5,658	SH	DEFINED	1

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GENZYME CORP	COMMON	372917104	57	700	SH	OTHER	1
GOODRICH CORP	COMMON	382388106	543	13,045	SH	DEFINED	1
GOODRICH CORP	COMMON	382388106	7	180	SH	OTHER	1
GOOGLE INC	COMMON	38259P508	690	1,708	SH	DEFINED	1
GOOGLE INC	COMMON	38259P508	13	33	SH	OTHER	1
HARLEYSVILLE NATIONAL CORP	COMMON	412850109	804	47,349	SH	DEFINED	1
HARTFORD FINL SVCS GROUP INC	COMMON	416515104	502	12,259	SH	DEFINED	1
HARTFORD FINL SVCS GROUP INC	COMMON	416515104	35	852	SH	OTHER	1
HELMERICH & PAYNE INC	COMMON	423452101	875	20,262	SH	DEFINED	1
HELMERICH & PAYNE INC	COMMON	423452101	19	450	SH	OTHER	1
INGERSOLL-RAND COMPANY LTD	COMMON	G4776G101	22	702	SH	DEFINED	1
INGERSOLL-RAND COMPANY LTD	COMMON	G4776G101	374	12,000	SH	OTHER	1
INTEL CORP	COMMON	458140100	279	14,908	SH	DEFINED	1
INTEL CORP	COMMON	458140100	78	4,180	SH	OTHER	1
INTERNATIONAL BUSINESS MACHS	COMMON	459200101	1,510	12,914	SH	DEFINED	1
INTERNATIONAL BUSINESS MACHS	COMMON	459200101	1,742	14,890	SH	OTHER	1
JACOBS ENGR GROUP INC DEL	COMMON	469814107	849	15,636	SH	DEFINED	1
JACOBS ENGR GROUP INC DEL	COMMON	469814107	40	730	SH	OTHER	1
JOHNSON & JOHNSON	COMMON	478160104	1,425	20,568	SH	DEFINED	1
JOHNSON & JOHNSON	COMMON	478160104	615	8,872	SH	OTHER	1
JPMORGAN & CHASE & CO	COMMON	46625H100	1,130	24,198	SH	DEFINED	1
JPMORGAN & CHASE & CO	COMMON	46625H100	188	4,020	SH	OTHER	1
KENNAMETAL INC	COMMON	489170100	492	18,159	SH	DEFINED	1
KENNAMETAL INC	COMMON	489170100	12	448	SH	OTHER	1
KRAFT FOODS INC	COMMON	50075N104	31	944	SH	DEFINED	1
KRAFT FOODS INC	COMMON	50075N104	710	21,676	SH	OTHER	1
L-3 COMMUNICATIONS HLDGS INC	COMMON	502424104	712	7,237	SH	DEFINED	1
L-3 COMMUNICATIONS HLDGS INC	COMMON	502424104	40	410	SH	OTHER	1
LOWES COS INC	COMMON	548661107	225	9,497	SH	DEFINED	1
LOWES COS INC	COMMON	548661107	97	4,083	SH	OTHER	1
MANITOWOC INC	COMMON	563571108	261	16,757	SH	DEFINED	1
MANITOWOC INC	COMMON	563571108	5	350	SH	OTHER	1
MCDONALDS CORP	COMMON	580135101	1,219	19,755	SH	DEFINED	1
MCDONALDS CORP	COMMON	580135101	68	1,100	SH	OTHER	1
MCKESSON CORP	COMMON	58155Q103	542	10,077	SH	DEFINED	1
MCKESSON CORP	COMMON	58155Q103	21	395	SH	OTHER	1
MERCK & CO INC	COMMON	589331107	75	2,373	SH	DEFINED	1
MERCK & CO INC	COMMON	589331107	748	23,710	SH	OTHER	1
MERRILL LYNCH & CO INC	COMMON	590188108	123	4,880	SH	DEFINED	1
MERRILL LYNCH & CO INC	COMMON	590188108	109	4,325	SH	OTHER	1
METLIFE INC	COMMON	59156R108	603	10,765	SH	DEFINED	1
METLIFE INC	COMMON	59156R108	8	140	SH	OTHER	1
MICROSOFT CORP	COMMON	594918104	1,059	39,677	SH	DEFINED	1
MICROSOFT CORP	COMMON	594918104	200	7,478	SH	OTHER	1
MOLSON COORS BREWING CO	COMMON	60871R209	747	15,988	SH	DEFINED	1
MOLSON COORS BREWING CO	COMMON	60871R209	21	450	SH	OTHER	1
MONSANTO CO NEW	COMMON	61166W101	445	4,496	SH	DEFINED	1
MONSANTO CO NEW	COMMON	61166W101	15	151	SH	OTHER	1
NATIONAL CITY CORP	COMMON	635405103	22	12,314	SH	DEFINED	1
NEW MEXICO BANQUEST	COMMON	647991926	1,859	7,207	SH	DEFINED	1
NEW MEXICO BANQUEST	COMMON	647991926	49	189	SH	OTHER	1
NORFOLK SOUTHERN CORP	COMMON	655844108	196	2,960	SH	DEFINED	1
NORFOLK SOUTHERN CORP	COMMON	655844108	86	1,300	SH	OTHER	1
ORACLE CORP	COMMON	68389X105	915	45,040	SH	DEFINED	1
ORACLE CORP	COMMON	68389X105	68	3,358	SH	OTHER	1
PARKER HANNIFIN CORP	COMMON	701094104	524	9,894	SH	DEFINED	1
PARKER HANNIFIN CORP	COMMON	701094104	19	350	SH	OTHER	1
PARKVALE FINANCIAL CORP	COMMON	701492100	3,593	224,544	SH	DEFINED	1
PEPSICO INC	COMMON	713448108	1,515	21,257	SH	DEFINED	1
PEPSICO INC	COMMON	713448108	1,421	19,942	SH	OTHER	1
PETSMART INC	COMMON	716768106	854	34,577	SH	DEFINED	1
PETSMART INC	COMMON	716768106	23	950	SH	OTHER	1

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PFIZER INC	COMMON	717081103	206	11,193	SH	DEFINED	1
PFIZER INC	COMMON	717081103	398	21,565	SH	OTHER	1
PHARMACEUTICAL PROD DEV INC	COMMON	717124101	784	18,960	SH	DEFINED	1
PHARMACEUTICAL PROD DEV INC	COMMON	717124101	23	550	SH	OTHER	1
PHILIP MORRIS INTL INC	COMMON	718172109	802	16,668	SH	DEFINED	1
PHILIP MORRIS INTL INC	COMMON	718172109	1,440	29,940	SH	OTHER	1
PNC FINL SVCS GROUP INC	COMMON	693475105	363	4,854	SH	DEFINED	1
PNC FINL SVCS GROUP INC	COMMON	693475105	299	4,000	SH	OTHER	1
PPG INDS INC	COMMON	693506107	107	1,838	SH	DEFINED	1
PPG INDS INC	COMMON	693506107	1,117	19,154	SH	OTHER	1
PPL CORP	COMMON	69351T106	233	6,300	SH	DEFINED	1
PPL CORP	COMMON	69351T106	98	2,650	SH	OTHER	1
PRICE T ROWE GROUP INC	COMMON	74144T108	933	17,368	SH	DEFINED	1
PRICE T ROWE GROUP INC	COMMON	74144T108	75	1,390	SH	OTHER	1
PROCTER & GAMBLE CO	COMMON	742718109	1,631	23,402	SH	DEFINED	1
PROCTER & GAMBLE CO	COMMON	742718109	2,847	40,856	SH	OTHER	1
PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	136	4,161	SH	DEFINED	1
PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	277	8,460	SH	OTHER	1
QUALCOMM INC	COMMON	747525103	412	9,582	SH	DEFINED	1
QUALCOMM INC	COMMON	747525103	12	272	SH	OTHER	1
ROCKWELL AUTOMATION INC	COMMON	773903109	173	4,645	SH	DEFINED	1
ROCKWELL AUTOMATION INC	COMMON	773903109	75	2,000	SH	OTHER	1
ROCKWELL COLLINS INC	COMMON	774341101	205	4,269	SH	DEFINED	1
ROCKWELL COLLINS INC	COMMON	774341101	96	2,000	SH	OTHER	1
ROYAL BANCSHARES OF PENN-A	COMMON	780081105	108	20,156	SH	DEFINED	1
ROYAL DUTCH SHELL PLC	COMMON	780259206	49	831	SH	DEFINED	1
ROYAL DUTCH SHELL PLC	COMMON	780259206	266	4,500	SH	OTHER	1
S & T BANCORP INC	COMMON	783859101	2,763	75,016	SH	DEFINED	1
S & T BANCORP INC	COMMON	783859101	54	1,464	SH	OTHER	1
SCHLUMBERGER LTD	COMMON	806857108	753	9,640	SH	DEFINED	1
SCHLUMBERGER LTD	COMMON	806857108	251	3,218	SH	OTHER	1
STATE STR CORP	COMMON	857477103	565	9,941	SH	DEFINED	1
STATE STR CORP	COMMON	857477103	12	214	SH	OTHER	1
SUPERVALU INC	COMMON	868536103	396	18,261	SH	DEFINED	1
SUPERVALU INC	COMMON	868536103	9	400	SH	OTHER	1
SUSQUEHANNA BANCSHARES INC	COMMON	869099101	1,356	69,487	SH	DEFINED	1
SUSQUEHANNA BANCSHARES INC P	COMMON	869099101	1,020	52,242	SH	DEFINED	1
TARGET CORP	COMMON	87612E106	830	16,925	SH	DEFINED	1
TARGET CORP	COMMON	87612E106	242	4,938	SH	OTHER	1
TEXAS INSTRS INC	COMMON	882508104	196	9,136	SH	DEFINED	1
TEXAS INSTRS INC	COMMON	882508104	49	2,267	SH	OTHER	1
THERMO FISHER SCIENTIFIC INC	COMMON	883556102	920	16,724	SH	DEFINED	1
THERMO FISHER SCIENTIFIC INC	COMMON	883556102	27	485	SH	OTHER	1
TIDEWATER INC	COMMON	886423102	384	6,933	SH	DEFINED	1
TIDEWATER INC	COMMON	886423102	15	275	SH	OTHER	1
TIME WARNER CABLE INC	COMMON	88732J108	368	15,205	SH	DEFINED	1
TIME WARNER CABLE INC	COMMON	88732J108	19	768	SH	OTHER	1
TRISTATE CAPITAL BANK	COMMON	99R733108	500	50,000	SH	DEFINED	1
UNITED TECHNOLOGIES CORP	COMMON	913017109	249	4,150	SH	DEFINED	1
UNITED TECHNOLOGIES CORP	COMMON	913017109	32	533	SH	OTHER	1
US BANCORP DEL	COMMON	902973304	616	17,098	SH	DEFINED	1
US BANCORP DEL	COMMON	902973304	11	312	SH	OTHER	1
VALERO ENERGY CORP NEW	COMMON	91913Y100	421	13,898	SH	DEFINED	1
VALERO ENERGY CORP NEW	COMMON	91913Y100	17	570	SH	OTHER	1
VERIZON COMMUNICATIONS INC	COMMON	92343V104	1,474	45,936	SH	DEFINED	1

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VERIZON COMMUNICATIONS INC	COMMON	92343V104	753	23,470 SH	OTHER	1
VIST FINANCIAL CORP	COMMON	524477106	1,140	95,005 SH	DEFINED	
WACHOVIA CORP NEW	COMMON	929903102	38	10,994 SH	DEFINED	1
WACHOVIA CORP NEW	COMMON	929903102	1	200 SH	OTHER	1
WELLS FARGO & CO NEW	COMMON	949746101	1,220	32,510 SH	DEFINED	1
WELLS FARGO & CO NEW	COMMON	949746101	245	6,532 SH	OTHER	1
XCEL ENERGY INC	COMMON	98389B100	506	25,328 SH	DEFINED	1
XCEL ENERGY INC	COMMON	98389B100	35	1,770 SH	OTHER	1
ZIMMER HLDGS INC	COMMON	98956P102	350	5,417 SH	DEFINED	1
ZIMMER HLDGS INC	COMMON	98956P102	25	380 SH	OTHER	1
GRAND TOTALS			114,850	3,818,934		