

BERKSHIRE HILLS BANCORP INC  
Form 8-K  
April 30, 2012

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): April 26, 2012

**BERKSHIRE HILLS BANCORP, INC.**

(Exact Name of Registrant as Specified in its Charter)

Delaware                                      0-51584                                      04-3510455  
(State or Other Jurisdiction) (Commission File No.) (I.R.S. Employer)

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of Incorporation) Identification No.)

24 North Street, Pittsfield, Massachusetts 01201  
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (413) 443-5601

Not Applicable

(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 (see General Instruction A.2. below):

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 8.01. Other Events.**

On April 26, 2012, Berkshire Hills Bancorp, Inc. issued a news release announcing the cash/stock election results for its recently completed acquisition of The Connecticut Bank and Trust Company. The release reports that the stock election was oversubscribed. Based on the reported election results, the stock proration factor was approximately 0.8303, with each share elected for stock exchange being prorated to a 0.8303 share to be exchanged based on the 0.3810 exchange ratio in the merger agreement. Each remaining fractional 0.1697 share will be exchanged for cash at the \$8.25 exchange rate per whole share in the merger agreement.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits.

Exhibit No.	Description
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99.1	News Release dated April 26, 2012
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**SIGNATURES**

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.

**Berkshire Hills Bancorp, Inc.**

DATE: April 30, 2012

By: /s/ Kevin P. Riley

Kevin P. Riley

Executive Vice President and Chief Financial Officer