Gula Allen J

Form 5												
February 12,	2007											
FORM	5							OMB A	PPROVAL			
			RITIES AND EXCHANGE COMMISSION				OMB Number:	3235-0362				
Check this no longer	Washington, D	shington, D.C. 20549				Expires:	January 31,					
to Section Form 4 or 5 obligatio may contin <i>See</i> Instruct 1(b).	16. ANI Form ANI ons nue. ction Filed pu oldings Section 17	<b>OW</b> I rsuant to Section (a) of the Publi	MENT OF CH NERSHIP OF on 16(a) of the S c Utility Holdir e Investment C	SECURI Securities	TIES Excha any Act	ange t of ∶	Act of 1934, 1935 or Sectio	Estimated a burden hou response	irs per			
Gula Allen J Symbol			ool EATER BAY E	Name <b>and</b> Ticker or Trading TER BAY BANCORP K]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			nth/Day/Year)	-			Director 10% Owner Officer (give title Other (specify below) below) EVP & CIO					
1900 UNIV FLOOR	ERSITY AVEN	UE, 6TH					1					
	Amendment, Date (Month/Day/Year)	-				r Joint/Group Reporting heck applicable line)						
EAST PAL	O ALTO, CAÂ	À 94303				-	_X_ Form Filed by Form Filed by 1 Person	One Reporting P More than One R				
(City)	(State)	(Zip)	<b>Fable I - Non-Der</b>	ivative Sec	curities A	Acqu	ired, Disposed of	f, or Beneficial	lly Owned			
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	te 2A. Deemed	3. e, if Transaction Code	4. Securi Acquired Disposed	quired (A) or posed of (D) str. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	-			
Common Stock	Â	Â	Â	Â	ÂÂ	Â	131	I	By 401(k) plan			
	ort on a separate lin ficially owned direc		contained	in this for	m are n	not re	llection of info equired to resp lid OMB contro	ond unless	SEC 2270 (9-02)			

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. of D S B O E I S F I S F i (I
				(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Gula Allen J 1900 UNIVERSITY AVENUE, 6TH FLOOR EAST PALO ALTO, CA 94303	Â	Â	EVP & CIO	Â			
Signatures							

/s/ Allen J. Gula, 02/12/2007 Jr.

<u>\*\*</u>Signature of Reporting Person Date

## **Explanation of Responses:**

\* 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 provided 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.