GREATER BAY BANCORP Form 8-K February 02, 2004

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): February 2, 2004

Greater Bay Bancorp

(Exact name of registrant as specified in its charter)

California (State or other jurisdiction of

incorporation or organization)

77-0387041 (I.R.S. employer

identification number)

Commission file number: 0-25034

2860 West Bayshore Road

Palo Alto, California 94303

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(Address of principal executive offices and zip code)

Registrant s telephone number, including area code: (650) 813-8200

Item 5. Other Events.

On February 2, 2004, Greater Bay Bancorp (the Company) issued a press release announcing the completion of the consolidation of its eleven subsidiary banks into one national bank, named Greater Bay Bank, National Association. The press release, which appears as Exhibit 99.1, is filed and incorporated herein by reference, except as indicated below under Item 9.

Item 7. Financial Statements and Exhibits.

Exhibits

99.1 Press Release dated February 2, 2004 re charter consolidation

Item 9. Regulation FD Disclosure

The paragraph of the press release containing the quote of the Chief Executive Officer is not filed but is furnished pursuant to Regulation FD.

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SIGNATURES

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

Dated: February 2, 2004

Greater Bay Bancorp (Registrant)

By: /s/ Linda M. Iannone

Linda M. Iannone Senior Vice President and General Counsel

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<u>Exhibit Index</u>

99.1 Press Release dated February 2, 2004 re charter consolidation

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