

GREATER BAY BANCORP  
Form 8-K  
November 17, 2004

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of**  
**The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): November 17, 2004.**

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**GREATER BAY BANCORP**

(Exact name of registrant as specified in its charter)

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**California**  
(State or other jurisdiction  
of incorporation)

**0-25034**  
(Commission File Number)

**77-0387041**  
(IRS Employer  
Identification No.)

**2860 West Bayshore Road, Palo Alto, California**  
(Address of principal executive offices)

**94303**  
(Zip Code)

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

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NA

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

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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))
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**Item 8.01 Other Events.**

On November 17, 2004, Greater Bay Bancorp (the Registrant ) issued a press release announcing a proposed private offering of up to \$150 million in medium term senior notes.

The press release is included as Exhibit 99 to this report. The information included in the press releases is incorporated herein by reference and is considered to be filed under the Securities Exchange Act of 1934.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

- 99 Press release dated November 17, 2004 relating to a proposed offering of medium term senior notes, deemed filed under the Securities Exchange Act of 1934

**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.

GREATER BAY BANCORP

Date: November 17, 2004

By: /s/ Linda M. Iannone

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Linda M. Iannone  
Senior Vice President, General Counsel  
and Secretary

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description of Exhibit</b>
99	Press release dated November 17, 2004 relating to a proposed offering of medium term senior notes, deemed filed under the Securities Exchange Act of 1934