GREATER BAY BANCORP Form 8-K March 02, 2005

UNITED STATES

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SECURITIES AND EXCHANGE COMMISSION

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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 28, 2005

GREATER BAY BANCORP

(Exact name of registrant as specified in its charter)

California (State or other jurisdiction

0-25034 (Commission 77-0387041 (IRS Employer

 $of\ incorporation)$

File Number)

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

NA (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 7.01 Regulation FD Disclosure.

Greater Bay Bancorp (the Company) has updated its investor slide presentation with information as of December 31, 2004. The slide presentation is furnished (not filed) as Exhibit 99.1 to this Current Report on Form 8-K pursuant to Regulation FD.

Item 8.01 Other Events.

On February 28, 2005, the Company issued a press release announcing that its President and Chief Executive Officer will participate in the Keefe Bruyette & Woods Regional Bank Conference on March 3, 2005 and discuss the slides included as Exhibit 99.1. The press release, included in this report as Exhibit 99.2, is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

- 99.1 Slide presentation of Greater Bay Bancorp as of December 31, 2004 (furnished pursuant to Regulation FD)
- 99.2 Press Release dated February 28, 2005 re conference participation

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: March 2, 2005 By: /s/ Linda M. Iannone

Linda M. Iannone

Senior Vice President, General Counsel and Secretary

Exhibit Index

- 99.1 Slide presentation of Greater Bay Bancorp as of December 31, 2004
- 99.2 Press Release dated February 28, 2005 re conference participation