

GREATER BAY BANCORP  
Form 8-K  
February 27, 2007

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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) February 26, 2007

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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.)

1900 University Avenue, East 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.)

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## Edgar Filing: GREATER BAY BANCORP - Form 8-K

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 February 26, 2007, Greater Bay Bancorp (the Company) issued a press release announcing that the Board of Directors has approved the redemption of the rights associated with the Company's shareholder rights plan. The Company also reported that the Board has amended its Corporate Governance Guidelines to provide that any future shareholder rights plan will be adopted only if pre-approved by the shareholders or ratified by the shareholders within one year of the date of adoption. The press release, included in this report as Exhibit 99.1, is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

List below the financial statements, pro forma financial information and exhibits, if any, filed as a part of this report.

- (a) Financial statements of businesses acquired. None
  
- (b) Pro forma financial information. None
  
- (c) Shell company transactions. None
  
- (d) Exhibits.

<b>Exhibit No.</b>	<b>Description of Exhibit</b>
99.1	Press Release dated February 26, 2007 re rights redemption

**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: February 27, 2007

By: /s/ Linda M. Iannone  
Linda M. Iannone  
Senior Vice President, General Counsel and Secretary

**Exhibit Index**

99.1 Press Release dated February 26, 2007 re rights redemption