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GREATER BAY BANCORP  
Form 8-K  
April 04, 2002

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): April 3, 2002

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  
(Address of principal executive offices and zip code)

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

Item 5. Other Events.

On April 3, 2002, the Registrant issued a press release announcing the receipt of investment grade ratings from Moody's Investors Service and Standard & Poor's. This press release is included herein as Exhibit 99.1 and is filed and incorporated herein by reference.

On April 4, 2002, the Registrant issued a press release announcing the timing of its first quarter 2002 earnings release and conference call. The press release also included earnings guidance for the quarter and noted that additional guidance would be included in a Form 8-K. The title and paragraphs 1 and 5 through 7 of the press release, which appear as part of Exhibit 99.2, are filed and incorporated herein by reference.

Item 7. Financial Statements and Exhibits.

Exhibits

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99.1 Press Release dated April 3, 2002 re investment grade ratings

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- 99.2 Press Release dated April 4, 2002 re first quarter earnings release
- 99.3 Management's Discussion of Trends and Performance Guidance

Item 9. Regulation FD Disclosure

Paragraphs 2 through 4 and 8 of the press release appearing in Exhibit 99.2 are not filed but are furnished pursuant to Regulation FD.

To assist investors, financial analysts and other interested parties in their analysis of Greater Bay Bancorp, the Registrant has developed the document attached as Exhibit 99.3 to this Form 8-K. Exhibit 99.3 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.

Greater Bay Bancorp  
(Registrant)

Dated: April 4, 2002

By: /s/ Steven C. Smith  
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Steven C. Smith  
Executive Vice President, Chief  
Administrative Officer and  
Chief Financial Officer

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Exhibit Index

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