

GREATER BAY BANCORP  
Form 8-K  
April 25, 2002

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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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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): April 24, 2002**

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**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**

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**Item 5. Other Events.**

On April 24, 2002, the Registrant issued a press release announcing the completion of an offering under Rule 144A of \$200 million of 20-year zero coupon convertible contingent debt securities. The press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 7. Financial Statements and Exhibits.**

**Exhibits**

99.1 Press Release dated April 24, 2002 re debt offering

**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 25, 2002

By:

/s/ Linda M. Iannone

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**Linda M. Iannone**  
**Senior Vice President and General Counsel**

**Exhibit Index**

99.1 Press Release dated April 24, 2002 re debt offering

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