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): February 28, 2003

Greater Bay Bancorp

(Exact name of registrant as specified in its charter)

California 77-0387041

(State or other jurisdiction of (I.R.S. employer

incorporation or organization) identification number)

Commission file number: 0-25034

2860 West Bayshore Road

Palo Alto, California 94303

(Address of principal executive offices and zip code)

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

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Item 5. Other Events.

On February 28, 2003, Greater Bay Bancorp (the Registrant) issued a press release announcing that the Registrant s Chief Operating Officer will participate in the Sandler O Neill & Partners L.P. conference on March 5, 2003. The press release, included in this report as Exhibit 99.1, is incorporated herein by reference.

Item 7. Financial Statements and Exhibits.

Exhibits

- 99.1 Press Release dated February 28, 2003 re conference participation
- 99.2 Greater Bay Bancorp slide presentation for March 5, 2003 Sandler O Neill conference

Item 9. Regulation FD Disclosure

The slide presentation included herein as Exhibit 99.2 is not filed but is furnished pursuant to Regulation FD.

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: March 3, 2003 By: /s/ Linda M. Iannone

Linda M. Iannone

Senior Vice President and General Counsel

3

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Exhibit Index

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