Edgar Filing: OAKLEY WALTER FLAKE IV - Form 4

OAKLEY WALTER FLAKE IV Form 4 December 30, 2004 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading OAKLEY WALTER FLAKE IV Issuer Symbol COLONIAL BANCGROUP INC [CNB] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) below) 509 COUNTY DOWNS ROAD 12/28/2004 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) MONTGOMERY, AL 36109 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Estimated average burden hours per response... 0.5 5. Relationship of Reporting Person(s) to (Check all applicable) Director 10% Owner

OMB

Number:

Expires:

OMB APPROVAL

3235-0287

January 31,

2005

X_Officer (give title Other (specify below) President 6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	tion Date 2A. Deemed (y/Year) Execution Date, if any (Month/Day/Year)			4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price \$	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	12/28/2004		J <u>(1)</u>	V	91	А	(2)	77,810	D		
Common Stock	12/28/2004		J <u>(3)</u>	V	31	А	\$ 22.1 (4)	4,740	Ι	By Sons	
Common Stock								2,000	Ι	By Trust	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	A 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8		5. Numbe orDerivative Securities Acquired or Dispos (D) (Instr. 3, 4 and 5)	e (A) ed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securiti (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numt of Sha
Stock Option (right to buy)	\$ 21.45	12/28/2004		А		10,000 (5)		12/28/2005 <u>(6)</u>	12/28/2014	Common Stock	10,0
Incentive Stock Option (right to buy)	\$ 9.97							12/19/1997 <u>(7)</u>	12/19/2006	Common Stock	10,0
Incentive Stock Option (right to buy)	\$ 11.5313							12/30/1999 <u>(7)</u>	12/30/2008	Common Stock	40,0
Incentive Stock Option (right to buy)	\$ 10.5							12/30/2000 <u>(8)</u>	12/30/2009	Common Stock	30,0
Incentive Stock Option (right to buy)	\$ 12.54							06/18/2001	06/18/2011	Common Stock	20,0
Incentive Stock Option (right to buy)	\$ 14.81							12/28/2002 <u>(9)</u>	12/28/2011	Common Stock	10,0
Incentive	\$ 17.28							12/23/2004(10)	12/23/2013	Common	8,40

Stock Option (right to buy)					Stock	
Non Qualified Stock Option (right to buy)	\$ 17.28	12/23/20	04	12/23/2013	Common Stock	1,59

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
OAKLEY WALTER FLAKE IV 509 COUNTY DOWNS ROAD MONTGOMERY, AL 36109			President					
Signatures								

Signatures

Walter Flake 12/30/2004 Oakley, IV

<u>**</u>Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Shares issued through the Colonial BancGroup, Inc. 401K Retirement Plan. (1)
- Average purchase price of 401K shares issued throughout the reporting period. (2)
- (3) Shares acquired through the Colonial BancGroup, Inc. Dividend Reinvestment Plan.
- (4) Average purchase price of DRIP shares issued throughout the reporting period.
- 9,296 options will be classified as incentive stock options. The remaining 704 options will be clasified as Non-Qualified stock options. (5) This grant will be split up on subsequent forms to show this.
- Options vest in 5 equal installments, 20% annually beginning one year from the date of grant. (0% vested) (6)
- Options vest in 5 equal installments, 20% annually beginning one year from the date of grant. (100% vested) (7)
- Options vest in 5 equal installments, 20% annually beginning one year from the date of grant. (80% vested) (8)
- Options vest in 5 equal installments, 20% annually beginning one year from the date of grant. (60% vested) (9)
- 407 options vest one year from the grant date. The remaining 8,000 options vest in four equal installements beginning two years from (10)the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.