

Edgar Filing: BROWN III EDWARD J - Form 4

BROWN III EDWARD J

Form 4

February 19, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549  
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.  
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person  
 Edward J. Brown III  
 Bank of America Corporation  
 NC1-007-58-11  
 NC, Charlotte 28255
2. Issuer Name and Ticker or Trading Symbol  
 BANK OF AMERICA CORPORATION (BAC)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year  
 2/18/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 ( ) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other  
 (specify below)  
 President Global Corporate & Investment Banking
7. Individual or Joint/Group Filing (Check Applicable Line)  
 (X) Form filed by One Reporting Person  
 ( ) Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Trans-<br>action<br>Date | 2A. Exec-<br>ution<br>Date | 3. Trans-<br>action<br>Code | 4. Securities Acquired (A)<br>or Disposed of (D)<br>Amount | A/<br>D | Price | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported Trans(s) |
|----------------------|-----------------------------|----------------------------|-----------------------------|--|---------|-------|--|
| Common Stock         | 2/14/<br>2003               |                            | M                           | 3107   | A       |       |  |
| Common Stock         | 2/14/<br>2003               |                            | F<br>1                      | 1071   | D       |       | 100595   |
| Common Stock         | 12/31/<br>2002              |                            | J<br>2                      | 1199.927   | A       |       | 16059.759  |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of<br>Derivative<br>Security | 2. Con-<br>version<br>or Exer-<br>cise<br>Price of<br>Deriva- | 3. Trans-<br>action | 3A. Deemed-<br>Execu-<br>tion | 4. Trans-<br>action | 5. Number of De<br>rivative Secu<br>rities Acqui<br>red(A) or Dis<br>posed of(D) | 6. Date Exer-<br>cisable and<br>Expiration<br>Date(Month/<br>Day/Year)<br>Date Expir | 7. Title and Amount<br>of Underlying<br>Securities | 8. P<br>of<br>vat<br>Sec<br>rit |
|---------------------------------------|---|---------------------|-------------------------------|---------------------|--|--|--|---------------------------------|
|---------------------------------------|---|---------------------|-------------------------------|---------------------|--|--|--|---------------------------------|

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| Dispositive Security   | Amount    | Month/Day/Year | Month/Day/Year | Code | V | A/D | Exercisable | Expiration Date | Title and Number of Shares |       |         |
|------------------------|-----------|----------------|----------------|------|---|-----|-------------|-----------------|----------------------------|-------|---------|
| Preferred, Series C    |           |                |                |      |   |     |             |                 | Common Stock               |       |         |
| Option, Right to Buy   | \$48.4375 |                |                |      |   |     |             | 02/01/2010      | Common Stock               |       |         |
| Option, Right to Buy   | \$53.28   |                |                |      |   |     |             | 01/31/2011      | Common Stock               |       |         |
| Option, Right to Buy   | \$61.36   |                |                |      |   |     |             | 02/01/2012      | Common Stock               |       |         |
| Option, Right to buy   | \$70.03   |                |                |      |   |     |             | 02/03/2013      | Common Stock               |       |         |
| Restricted Stock Units | \$68.87   | 2/14/2003      |                | A    |   | A   | 3           | 2/14/2006       | Common Stock               | 41446 | \$68.87 |
| Restricted Stock Units | 1 for 1   | 2/14/2003      |                | M    |   | D   |             | 02/15/2004      | Common Stock               | 3107  |         |
| Restricted Stock Units | 1 for 1   |                |                |      |   |     |             | 2/15/2005       | Common Stock               |       |         |
| Option, Right to Buy   | \$26.8125 |                |                |      |   |     |             | 7/01/2005       | Common Stock               |       |         |
| Option, Right to Buy   | \$65.375  |                |                |      |   |     |             | 7/01/2007       | Common Stock               |       |         |
| Option, Right to Buy   | \$79.9375 |                |                |      |   |     |             | 7/01/2008       | Common Stock               |       |         |

Explanation of Responses:

- Disposition of shares to the issuer to satisfy the tax withholding obligation associated with the vesting of restricted stock which is exempt under Rule 16b-3(e).
- Shares acquired were exempt acquisitions pursuant to Rule 16b-3(c) under Bank of America Corporation 401(k) Plan.
- These restricted stock units, which are exempt under Rule 16b-3(d), vest on the third anniversary of the grant date.

SIGNATURE OF REPORTING PERSON

Edward J. Brown III

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