#### **COLONIAL BANCGROUP INC**

Form 4 June 09, 2005

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

COLONIAL BANCGROUP INC

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* OAKLEY WALTER FLAKE IV

(First)

509 COUNTY DOWNS ROAD

(Street)

(Middle)

(Month/Day/Year) 06/09/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

3. Date of Earliest Transaction

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading

Symbol

[CNB]

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

Director 10% Owner X\_ Officer (give title Other (specify below) 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

Person

#### MONTGOMERY, AL 36109

(City)	(State)	(Zip) Tah	ole I - Non-	Derivative	Secui	rities Acquii	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	(A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	06/09/2005		S	7,500	D	\$ 21.93	115,781	D	
Common Stock	06/09/2005		S	2,500	D	\$ 21.95	113,281	D	
Common Stock	06/09/2005		S	7,300	D	\$ 21.96	105,981	D	
Common Stock	06/09/2005		S	2,600	D	\$ 21.97	103,381	D	
Common Stock	06/09/2005		S	2,500	D	\$ 21.98	100,881	D	

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Common Stock	06/09/2005	S	1,500	D	\$ 21.99	99,381	D	
Common Stock	06/09/2005	S	6,100	D	\$ 22	93,281	D	
Common Stock	06/09/2005	S	4,700	D	\$ 22.02	88,581	D	
Common Stock	06/09/2005	S	300	D	\$ 22.03	88,281	D	
Common Stock	06/09/2005	S	3,800	D	\$ 22.05	84,481	D	
Common Stock	06/09/2005	S	100	D	\$ 22.07	84,381	D	
Common Stock	06/09/2005	S	1,100	D	\$ 22.08	83,281	D	
Common Stock	06/09/2005	M	40,000	A	\$ 11.5313	123,281	D	
Common Stock	06/09/2005	M	20,000	A	\$ 12.54	143,281	D	
Common Stock	06/09/2005	M	6,000	A	\$ 14.81	149,281	D	
Common Stock	06/09/2005	M	407	A	\$ 17.28	149,688	D	
Common Stock	06/09/2005	M	1,593	A	\$ 17.28	151,281	D	
Common Stock	06/09/2005	J(1) V	191	A	\$ 20.96 (2)	151,472	D	
Common Stock	06/09/2005	J(3) V	32	A	\$ 22.29	4,808	I	By Sons
Common Stock						2,000	I	By Trust

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

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SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	
Derivative	Conversion	(Month/Day/Year) Execution Date, if		TransactionDerivative		Expiration Date	Underlying Securities	
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)			

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	Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)				
			Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 11.5313	06/09/2005	M	40,000	12/30/1999	12/30/2008	Common Stock	40,000
Incentive Stock Option (right to buy)	\$ 12.54	06/09/2005	M	20,000	06/18/2001	06/18/2011	Common Stock	20,000
Incentive Stock Option (right to buy)	\$ 14.81	06/09/2005	M	6,000	12/28/2002	12/28/2011	Common Stock	10,000
Incentive Stock Option (right to buy)	\$ 17.28	06/09/2005	M	407	12/23/2004	12/23/2013	Common Stock	8,407
Non Qualified Stock Option (right to buy)	\$ 17.28	06/09/2005	M	1,593	12/23/2004	12/23/2013	Common Stock	1,593
Incentive Stock Option (right to buy)	\$ 21.45				12/28/2005	12/28/2014	Common Stock	9,296
Non Qualified Stock Option (right to buy)	\$ 21.45				12/28/2005	12/28/2014	Common Stock	704

## **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**

/s/ Hans Pettit as attorney o6/09/2005 in fact

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares issued through the Colonial BancGroup, Inc. 401K Retirement Plan.
- (2) Average purchase price of 401K shares issued throughout the year.
- (3) Shares acquired through the Colonial BancGroup, Inc. Dividend Reinvestment Plan.

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.

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