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COLONIAL BANCGROUP INC
Form S-4 POS
April 08, 2002

As filed with the Securities and Exchange Commission on April 8, 2002

Registration No. 333-82248

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

Post Effective Amendment No. 1

TO

FORM S-4

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

THE COLONIAL BANCGROUP, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State of Incorporation)

6711
(Primary Standard Industrial
Classification Code Number)

63-066157
(I.R.S. Employer Identif.

One Commerce Street, Suite 800
Montgomery, Alabama 36104
(Address of principal executive offices)

(334) 240-5
(Telephone Number)

William A. McCrary
Senior Legal Counsel
Post Office Box 1108
Montgomery, Alabama 36101
(Name and address of agent for service)

Copies to:

Willard H. Henson
Miller, Hamilton, Snider & Odom, L.L.C.
One Commerce Street, Suite 305
Montgomery, Alabama 36104

Approximate date of commencement of proposed sale to the public: As soon
as practicable after the effective date of this Registration Statement.

If the securities being registered on this Form are being offered in
connection with the formation of a holding company and there is compliance with
General Instruction G, check the following

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box. ()

The Colonial BancGroup, Inc. ("BancGroup") registered 6,275,008 shares of its Common Stock on Form S-4, registration no. 333-82248, in connection with the acquisition of Mercantile Bancorp, Inc. ("Mercantile"), a Texas corporation, including shares of BancGroup Common Stock to be issued pursuant to the exercise of options of Mercantile following the merger. Such registration was declared effective on February 19, 2002.

A total of 4,652,809 shares were issued in the merger on March 28, 2002. All Mercantile options were exchanged for cash prior to the merger. Thus, no shares were issued in exchange for Mercantile options and no Mercantile options remain outstanding. Pursuant to the undertaking given by BancGroup in such registration statement in accordance with Regulation S-K, item 512(a)(3), BancGroup hereby removes 1,622,199 shares from registration, which represents the number of shares registered less the number of shares issued in the merger.

SIGNATURE

Pursuant to Regulation S-K, item 512(a)(3) and SEC Rule 478(a)(4), the undersigned registrant hereby executes this post effective amendment to its registration statement on Form S-4 to remove from registration certain shares not issued and has caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Montgomery, Alabama, on the 8th day of April, 2002.

THE COLONIAL BANCGROUP, INC.

By: /s/ W. Flake Oakley

W. Flake Oakley
Executive Vice President,
Chief Financial Officer and
Secretary