

# SECURITIES AND EXCHANGE COMMISSION

## FORM POS AM

Post-Effective amendments for registration statement

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### FILER

#### **COLONIAL BANGROUP INC**

CIK: **92339** | IRS No.: **630661573** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **POS AM** | Act: **33** | File No.: **333-39277** | Film No.: **1522974**  
SIC: **6022** State commercial banks

Mailing Address  
*ONE COMMERCE STREET  
STE 800  
PO BOX 1108  
MONTGOMERY AL 36101*

Business Address  
*ONE COMMERCE ST STE 800  
P O BOX 1108  
MONTGOMERY AL 36104  
3342405000*

## SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D. C. 20549

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 Post Effective Amendment No. 1  
 TO  
 FORM S-4

REGISTRATION STATEMENT  
 UNDER  
 THE SECURITIES ACT OF 1933

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 THE COLONIAL BANGROUP, INC.

(Exact name of Registrant as specified in its charter)

Delaware (State of Incorporation)	6711 (Primary Standard Industrial Classification Code Number)	63-0661573 (I.R.S. Employer Identification No.)
One Commerce Street, Suite 800 Montgomery, Alabama 36104 (Address of principal executive offices)		(334) 240-5000 (Telephone No.)

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 William A. McCrary  
 Vice-President and 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  
 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 box. [ ]

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The Colonial BancGroup, Inc. ("BancGroup") registered 3,776,714 shares of its Common Stock on Form S-4, registration no. 333-39277, in connection with the acquisition of United American Holding Corporation ("United American"), a Florida corporation, including shares of BancGroup Common Stock to be issued pursuant to the exercise of options of United American following the merger. Such registration was declared effective on December 29, 1997.

A total of 2,113,206 shares were issued in the merger on February 2, 1998 and 215,932 shares were issued pursuant to the exercise of United American options following the merger. Subsequent to the merger, BancGroup issued a 2 for 1 stock split, effected in the form of a 100% stock dividend (the "Stock Split"). In accordance with SEC Rule 416(b), the registration statement is deemed to cover the additional shares resulting from the Stock Split. Accordingly, the Form S-4, registration no. 333-39277, is deemed to register a total of 7,553,428 shares of BancGroup common stock. Giving effect to the Stock Split, a total of 4,658,276 shares would be deemed to have been issued in the merger and pursuant to the exercise of stock options after the merger. Pursuant to the undertaking given by BancGroup in such registration statement in accordance with Regulation S-K, item 512(a)(3), BancGroup hereby removes 2,895,152 shares from registration, which represents the number of shares registered less the number of shares issued in the merger and the number of shares issued pursuant to United American options.

#### 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 2nd day of February, 2001.

THE COLONIAL BANCGROUP, INC.

By: /s/ W. Flake Oakley, IV

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W. Flake Oakley, IV  
Chief Financial Officer and  
duly authorized agent for  
service