

# SECURITIES AND EXCHANGE COMMISSION

## FORM FWP

Filing under Securities Act Rules 163/433 of free writing prospectuses

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### SUBJECT COMPANY

#### ZIONS BANCORPORATION /UT/

CIK:[109380](#) | IRS No.: **870227400** | State of Incorporation: **UT** | Fiscal Year End: **1231**  
Type: **FWP** | Act: **34** | File No.: **333-173299** | Film No.: **13552237**  
SIC: **6021** National commercial banks

#### Mailing Address

*ONE SOUTH MAIN STREET  
15TH FLOOR  
SALT LAKE CITY UT 84111*

#### Business Address

*ONE SOUTH MAIN STREET  
15TH FLOOR  
SALT LAKE CITY UT 84111  
8015244787*

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## ZIONS BANCORPORATION

### Instructions for Login and Use of Zions Direct Auction Platform

#### Step by Step Instruction for Series G Preferred Stock Auction

- |               |   |
|---------------|---|
| <b>Step 1</b> | Enter "auctions.zionsdirect.com" in your internet browser and click on the "Login" button on the top right of the page.   |
| <b>Step 2</b> | Enter Login and Password provided by your sales representative, then change the password as prompted.   |
| <b>Step 3</b> | Enter 3 security questions (these are for easy password retrieval in the event that it is misplaced / forgotten).   |
| <b>Step 4</b> | You will be returned to the Calendar page where you will see the auction for the Zions Series G Preferred Stock. Once there, click on the blue "Enter Bids" button to be directed to the Qualifications page.   |
| <b>Step 5</b> | Each box on the Qualifications page must be checked before the "I Agree" button turns green and is clickable.   |
| <b>Step 6</b> | You may now monitor the auction in real time by clicking on the Auction Details dropdown in the middle of the page.   |
| <b>Step 7</b> | By selecting the Zions Series G Preferred Stock auction, you are able to view the Bid Page. You can input a bid on each of the 5 bid lines with varying number of units (each depositary share is 1 unit with \$25 denomination) and dividend rates. Once you are satisfied that your bids are entered correctly, click "Submit". |
| <b>Step 8</b> | After landing on the Bid Confirmation page, check to see if the bids are entered correctly by checking the "I confirm the bid shown in the table above" box, then click "Submit" to officially submit your bids. If you are outbid at any point, a warning will appear to the right of your bids.                                 |
| <b>Step 9</b> | After you have submitted successful bids, you may return to the Bid Page to edit these bids as the auction progresses, but only if the edits are to improve a bid (i.e., once a bid is submitted you cannot increase dividend rate, only decrease).   |

#### ***For technical questions, please call: 1-800-524-8875***

Zions Bancorporation has filed a registration statement (Registration Statement No. 333-173299, including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus dated April 4, 2011 contained in that registration statement, the preliminary prospectus supplement dated January 28, 2013 and other documents Zions Bancorporation has filed with the SEC for more complete information about Zions Bancorporation and this offering. You may get these documents and other documents Zions Bancorporation has filed for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, you may request these documents by calling Deutsche Bank Securities Inc. toll-free at 1-800-503-4611 or Goldman, Sachs & Co. toll-free at 1-866-471-2526.

# ZIONS BANCORPORATION

## Zions Bancorporation (Ticker: ZION) Dutch Auction 8,000,000 Depositary Shares Each Representing a 1/40th Interest in a Share of Series G Fixed/Floating Rate Non-Cumulative Perpetual Preferred Stock

### Indicative Dividend Rate Outcomes

<u>Dividend Rate</u>	<u>Price</u>
6.30%	\$25.00
6.25	25.00
6.20	25.00
6.15	25.00
6.10	25.00
6.05	25.00
6.00	25.00
5.95	25.00
5.90	25.00
5.85	25.00
5.80	25.00
5.75	25.00
5.70	25.00
5.65	25.00
5.60	25.00
5.55	25.00
5.50	25.00
5.45	25.00
5.40	25.00
5.35	25.00
5.30 <sup>(1)</sup>	25.00

(1) Bid of 5.30% will be treated as "market order"

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