

COLONIAL BANCGROUP INC  
 Form 4  
 June 09, 2005

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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**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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol  
**COLONIAL BANCGROUP INC [CNB]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**509 COUNTY DOWNS ROAD**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**06/09/2005**

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

**MONTGOMERY, AL 36109**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)
				(A)	(D)			
			Code	V	Amount	Price		
Common Stock	06/09/2005		S		7,500	\$ 21.93	115,781	D
Common Stock	06/09/2005		S		2,500	\$ 21.95	113,281	D
Common Stock	06/09/2005		S		7,300	\$ 21.96	105,981	D
Common Stock	06/09/2005		S		2,600	\$ 21.97	103,381	D
Common Stock	06/09/2005		S		2,500	\$ 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 <sup>(1)</sup>	V 191	A	\$ 20.96 <sup>(2)</sup>	151,472	D	
Common Stock	06/09/2005		J <sup>(3)</sup>	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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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

